

DEVELOPMENT OPPORTUNITY

And

REQUEST FOR PROPOSALS

By

THE MANCHESTER ECONOMIC DEVELOPMENT OFFICE
MANCHESTER, NEW HAMPSHIRE

FOR

REDEVELOPMENT OF THE 17 ACRE (+/-)
FORMER JAC-PAC FACILITY



Developer's Conference and Site Tour: **11:00 AM, December 6, 2006.**

Proposals due by: **3:00 PM EST, January 18, 2007**

Contact Glen Ohlund at (603) 624-6505 or gohlund@manchesterNH.gov for details.

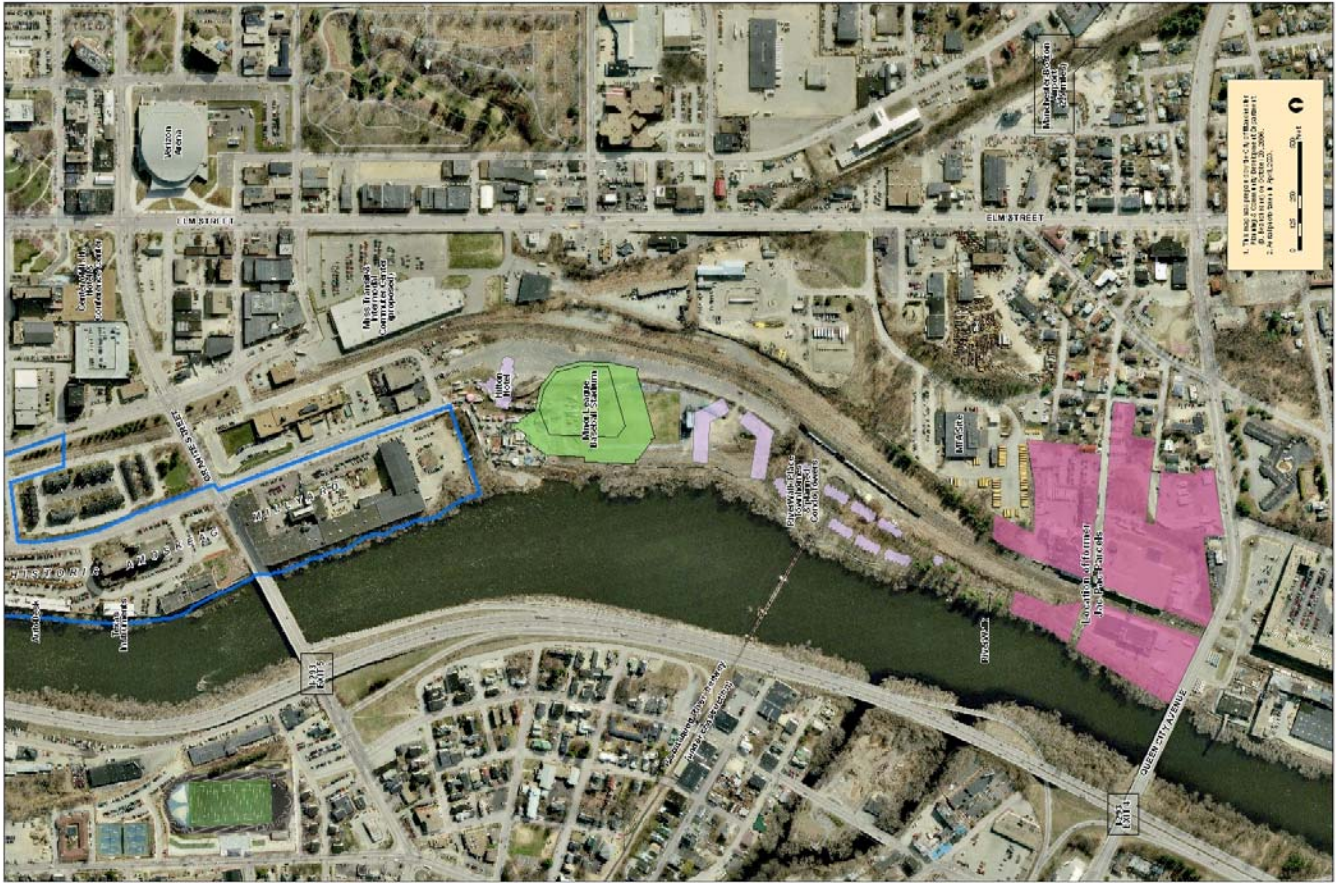


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Schedule of Appendices:

- A- Target Industry Identification & Analysis – Angelou Economics
- B- US Green Building Council LEED Standards
- C- Letter from Manchester Housing and Redevelopment (Title Holder)
- D- Parcel Maps
- E- Zoning (allowable uses matrix) and Shoreland Protection Act RSA
- F- Environmental Assessment Phase I & II Executive Summaries
- G- Retail Sales Gap Market Data



City of Manchester

Office of the Mayor
Hon. Frank C. Guinta

RE: Jac-Pac Developer Selection Process

Members of the Development Community:

This letter expresses support from the Office of the Mayor of Manchester NH for the RFP and Developer Selection Process presently being conducted by the Manchester Economic Development Office (MEDO). Redevelopment of the former Jac-Pac Parcel will create an inviting gateway to the City from the South and provide economic investment and job creation opportunities for the Greater Manchester Region. At seventeen acres, this site represents the largest underutilized parcel in Manchester within the Central Business District and provides a unique opportunity to further this Administration's commitment to fostering sustainable and responsible economic development in Manchester.

My office looks forward to assisting MEDO and prospective developers in their efforts to create a world class project on this site, ensuring a long-term, viable endeavor that benefits both the City and the selected development entity.

Respectfully,

Frank C. Guinta

Executive Summary

The City of Manchester Economic Development Office (MEDO) is pleased to announce a substantial redevelopment opportunity of the former Jac-Pac food processing facility. This seventeen (17) +/- acre Site warrants significant mixed-use development that may include a primary campus for corporate client or multi-tenant users. Located at the southern gateway to Manchester's Central Business District, the parcel includes frontage along the Merrimack River, possible rail access on-site, and easy access to US Route 3 and I-293 interchanges.

The highly visible Site abuts land owned by City of Manchester agencies or other private parties which may be available for assemblage to create a more ambitious development project. Further discussions on this topic will be held at the Developers Conference.

MEDO believes redevelopment of the Jac-Pac site provides the possible opportunity to secure public funds through sources such as: New Markets Tax Credits (NMTC); Section 108 Loans; Brownfield Economic Development Initiative (BEDI) Grants; NH Community Reinvestment Opportunity (CROP) Zone tax incentives, as well as energy efficiency funds through the US Department of Energy; and other sources. MEDO and the selected development team can, and will, create a world-class development at this Site that will help to showcase Manchester as the commercial center of Northern New England. MEDO will act as the lead City agency on the Jac-Pac Redevelopment process and anticipates playing a facilitator role in fast-track permitting and review to complete a timely project for the City and the selected developer/development team.

According to a December 2005 Economic Strategies report by Angelou Economics, the Jac-Pac Site's redevelopment as a business-focused asset is a key component of securing Manchester's economic future. For this reason, redevelopment should accomplish a number of key objectives including:

- Create a mixed-use development to support economic vitality at the gateway to Manchester's Central Business District that generates 24/7 activity.
- Expand the City tax base.
- Recoup the City's purchase price and maintenance fees of three and one half million dollars (\$3,500,000).
- Develop new economic engines focused on knowledge-based, medical, and technology industries that will act as major employment generators for Manchester and surrounding communities. See **Appendix A** for Target Industry Identification and Analysis.
- Enhance and expand the Riverwalk system already in place to encourage recreational visitors into Downtown.
- Aesthetically enhance the southern gateway to the Central Business District.
- Demonstrate Green Building techniques aimed at reducing operating costs of the completed project.

Following these primary objectives for proposal review, the City will sell **or** lease the Site to the most qualified developer or development team that proposes best and highest utilization of the Site. MEDO (and the City) is willing to consider a public-private venture to ensure infrastructure improvements and additional Site assemblage to support the first-class development it envisions for this parcel.

Proposals should clearly demonstrate how development benefits accrue to the community in terms of job creation (both construction and permanent), open space/riverwalk establishment, community serving retail, housing, and other items of significance.

Interested parties are encouraged to attend the Developers Conference and Site Tour to be held at the Site, **December 6, 2006 11AM at 168 Hancock Street.**



Photo: Looking down Hancock Street at former Jac-Pac office building (right) towards processing plant

Overview

Statement of Intent

The intent of this document is to provide interested parties with sufficient information to prepare and submit a design/build/finance proposal. The proposal, at a minimum, shall offer to commit the interested party to design, construct and finance a mixed-use development on the seventeen (17) acre +/- former Jac-Pac facility. Highest and best use development to maximize Site value is encouraged, while maintaining public riverfront access. Strong consideration will be afforded proposals that embrace sustainable design and/or the US Green Building Council's LEED Green Building Rating System to guide project design. See **Appendix B** for LEED Project Checklist.

Other qualifiers will include pre-identified tenants, equity position, and track record on similar scale projects. See Submission Guidelines section for a comprehensive list.

The intent of this RFP process is to select a developer or development team to work on this project in partnership with MEDO and other City entities, addressing economic development, housing, entertainment, and riverfront recreational goals. Ultimately, the City would hope to recoup at a minimum, its purchase price of \$3,500,000 for the parcel if private ownership is determined to be the optimal development scenario.

Manchester Economic Development Office (MEDO) Support

MEDO anticipates playing a supportive role in the Jac-Pac redevelopment process. Efforts to this end may include: preliminary site work; public investment and loan opportunities; approval process guidance; coordination with City departments to secure necessary infrastructure improvements; assistance in marketing and securing tenants; and other means that will help to achieve a landmark project that serves as an anchor to the ongoing revitalization of the Central Business District.

MEDO is authorized as the lead City department on this project and has assembled a Developer Selection Team representing various city departments, Board Members from the Manchester Development Corporation, and other experts from the real estate field. Title to the property is currently held by the Manchester Housing and Redevelopment Authority. **See Appendix C**

The Manchester Development Corporation (MDC)

The MDC is a quasi-governmental development entity that will play a supportive role in the Developer Selection Process. MDC has a demonstrated track record of guiding development projects in the City of Manchester. The MDC Board consists of private industry appointments by the Board of Mayor and Alderman (BMA), and has played a significant leadership role in land acquisition and development of the Verizon Wireless Arena, The Manchester Place Apartments and Retail Development, and the Wall Street Towers Apartment Building.

The Site-

Jac-Pac Facility

Manchester, NH



- ◆ Approximately 17 acres
- ◆ Access to Queen City Avenue
- ◆ Easy access to Interstate 93 via I-293
- ◆ Environmental Phase I and II Complete
- ◆ All Utilities at Site
- ◆ Eligible for NH CROP Zone Tax Credits

- ◆ Zoned for Redevelopment
- ◆ Rail Access at Site
- ◆ 10 Minutes to Manchester Boston Regional Airport (MHT)

As the Southern Gateway to the Central Business District, the Jac-Pac site main entrance is currently located on Hancock Street off Brown Avenue. The 17 acre Site is irregular in dimension, but contains approximately 830 feet of frontage on the Merrimack River and 750 non-contiguous feet on Queen City Avenue. **Appendix D** contains detailed parcel maps including Assessing Department information about current buildings on Site. The topography is relatively flat with some gradient approaching the river.

The Jac-Pac Site borders other industrial and commercial uses to the north and south as well as dense single and multi-family residential uses.

The subject property is zoned as a mixed-use Redevelopment District (RDV), providing a wide variety of permitted uses, with many other options available by Conditional Use (CU) and Special Exception (SE). Current Zoning and Shoreland Protection Act language is included as **Appendix E**. The Shoreland Act prohibits primary structure development within fifty (50) feet of the ordinary high water line.

Buildings presently on site total approximately 180,000 square feet including the following:

- 30,000 SF cold storage facility
- 143,000 SF packing plant (2 connected buildings)
- 10,000 SF office building
- plus additional outbuildings of varying size

Due to an extended period of vacancy and outdated uses, MEDO considers the existing buildings to be of salvage value only, but is willing to entertain adaptive re-use, if applicable. Ideally, necessary demolition can occur in tandem with redevelopment and public safety requirements.

Phase I & II Environmental Assessments have been completed for the Site. Significant findings focus on fuel storage leaks. Ongoing monitoring and Site remediation is underway. Executive Summaries from these assessments are attached as **Appendix F**.

The utility system which serves the Site varies in age and condition. Systems on Site include water, natural gas, sanitary sewer, storm drainage, electrical service, fire alarm, and telephone. Most of these services aside from electric and telephone are below grade. Existing roadways on Site are in stable condition and should only require reconditioning upon redevelopment.

Additional parcel assemblage - Adjacent to the Jac-Pac site is at least one parcel that may be available for a more ambitious development program. The Manchester Transportation Authority (MTA) currently owns a seven (7+) acre site housing their offices and bus lot immediately to the north of the Jac-Pac site. As this process continues, MEDO may assist in identifying relocation options that meet MTA's requirements. If the MTA parcel is incorporated, it will provide direct frontage on Elm Street, the main downtown thoroughfare. There may be other privately held parcels that create even greater frontage on Elm Street.

City of Manchester Facts

Manchester, New Hampshire is the largest city in Northern New England, with an estimated 2006 population of 109,308 and a metropolitan area population (20-mile radius) of 610,685. Located only 53 miles northwest of Boston (One City Hall Plaza, Manchester to City Hall Plaza, Boston) Manchester is less than a one (1) hour drive from Boston. As the State's largest city and business center, Manchester boasts a diversified economic base, including the redeveloped Millyard District, once the world's largest textile mill complex; one of the fastest growing commercial airports in the country; and eleven (11) area colleges and universities. The student count at these institutions exceeds 14,000. Today, the City boasts an economy that is a diverse combination of manufacturing, knowledge-based and other technology sectors, financial and related services, tourism, entertainment, as well as a strong retail presence.

The City and State are recognized nationally for livability and economic strengths:

- Most Livable State – 2006 Morgan Quitno Press
- #8 The Ten Best Places to Invest - 2006 CNNMoney.com/Business 2.0
- #2 Healthiest State – 2005 Morgan Quitno Press
- No individual sales or income tax
- #4 Safest State 2005 – Morgan Quinto
- #1 State Child and Family Well-being – 2005 Kids Count Data Book
- #7 Best Small Metro Area for Doing Business in America 2005 Inc. Magazine
- #10 Best Place (Manchester) to Live in America 2004 – Men's Journal
- #43 Strongest Metropolitan Economy 2005 – Policom Corp
- The only city in the Northeast to be included in the top 10 cities with the lowest tax burden (Kiplinger's Personal Finance, June 2004)
- The City is rated AA+ by Standard and Poors and Fitch. Manchester also received an Aa3 rating by Moody's, emphasizing sound fiscal management.

Transportation

The City owns and operates the Manchester-Boston Regional Airport, offering air travelers easy access, competitive airfares, ample parking near the terminal and a growing schedule of non-stop and direct jet service. Manchester Airport is the largest commercial passenger, cargo, and general aviation airport in all of

northern New England. As a result of a recent runway expansion project, coast-to-coast non-stop flights now serve Manchester.

Manchester is well served by major transportation corridors including Interstate 93 & I-293, US Route 3, and NH Route 101. The City is situated at the center of the State's interstate highway system, providing easy access throughout New England to places including Boston, the Port of Portsmouth (NH) and other eastern cities.

There is serious discussion underway related to restoration of commuter rail service between Manchester and Boston via Nashua and Lowell, with a downtown station likely to be in close proximity to the Jac-Pac Site. This is forward-thinking information but reflects a major recommendation of recent strategic positioning studies as well as ongoing initiatives of both City and State officials.

ECONOMIC AND MARKET OVERVIEW

Office Real Estate Market Demand

In 2005, Manchester experienced a decrease in office vacancy rates for the third consecutive year. (Starting at a 17.5% vacancy rate in 2003, down to 12.5% in 2004, and to 9.8% in 2005).

At year-end 2005, the Manchester office market totaled 6,623,741 square feet, with 648,903 square feet available. This compares with a vacancy rate of 14.9% for the entire I-93/Route 3 Corridor, including the City of Nashua, whose vacancy rate is 19.8%. A recent CIBOR survey of available Class A office space in Manchester indicates an average lease rate (NNN) in Manchester is approximately \$17 per square foot. This rate might indeed be a major factor in the low vacancy rates Manchester currently enjoys.

More than 200 diversified manufacturing firms call Manchester home. Nearly 70% of manufacturing jobs are in durable goods production, especially metal products, electrical products and machinery, and plastics. Over 80% of the work force in the Manchester MetroNECTA is employed in more than 2,000 non-manufacturing firms, positioning Manchester as the financial and commercial center of northern New England.

Today Manchester is home to a variety of businesses. In the Manchester MetroNECTA (June 2006) the breakdown of employment by business type is:

- Manufacturing: 9,600
- Natural Resources & Construction: 5,600
- Trade, Transportation & Utilities: 21,100, including 5,100 in Wholesale Trade, 12,900 in Retail Trade, and 3,100 in Transportation, Warehousing & Utilities
- Information: 3,400
- Financial Activities: 8,800
- Professional and Business: 12,600

- Educational and Health: 16,600
- Leisure and Hospitality: 9,100
- Services: 4,100
- Government: 11,000
- TOTAL ALL INDUSTRIES: 101,900

Continuing expansion of financial and business services, supported by significant growth in population and personal income during the past decade, has contributed substantially to improvement of the area's economy. The labor force in the Manchester NH MetroNECTA numbers 109,040 while the unemployment rate was 3.2% (December 2005).

Tourism development is a new economic strategy for Manchester, which opened the Greater Manchester Convention & Visitors Bureau in 2003. The City hosts a number of cultural organizations at the Palace Theatre such as the New Hampshire Symphony Orchestra, the New Hampshire Philharmonic Orchestra, The Currier Art Gallery and the Opera League of New Hampshire. The City has over 900 acres of parks and playgrounds and also owns the McIntyre Ski Area and the Derryfield Country Club, which provide substantial recreational resources for the community.

The City has made a major effort in recent years to diversify its economy. This planned effort has led to the location of an array of businesses and industries in the City, and has provided a strong base for future economic development activities. Manchester's core strengths include: a growing regional population; a comprehensive transportation infrastructure, including New Hampshire's largest commercial airport; proximity to the research centers, venture capital, and educated workforce of the area; and an ideal business climate with non-intrusive State government, competitive taxes, and other cost structures.

Manchester can provide a low cost alternative to larger metropolitan areas on the East Coast. The City's competitive advantages include:

- A high quality of life, conducive to raising a family and with growing new amenities for young adults
- An overall tax structure with no broad-based personal income tax, no general sales tax and the second lowest State and local tax burden in the nation
- A high educational attainment level coupled with access to multiple colleges and technical schools within a short drive.



Photo: Despite its proximity to downtown, the site has an urban, park-like feel in some areas.

In 2005 the City contracted with AngelouEconomics of Austin Texas, an economic development consulting firm, to develop a Global Economic Development Strategy to guide the City's economic development efforts over the next five years. Based on the results of that study, the targeted industries of the City's economic development program are:

- Business & Financial Services – integrated service centers, data centers, and CRM call centers
- Software and IT – software developers, network security, and information analytics and visualization
- Defense/Advanced Security – biometrics, defense manufacturing, and precision industrial machinery
- Medical/Life Sciences – bio-pharmaceutical manufacturing, medical device manufacturing, medical testing laboratories, and drug development centers
- Aviation – air freight, instrumentation manufacturing, and maintenance repair and overhaul

New Hampshire is rapidly expanding its global presence. The state is home to the 12th most active port in the northeast, Manchester is home to a foreign trade zone (FTZ #81), and the state has two international airports. These factors and the award-winning International Trade Resource Center in Portsmouth have contributed to the state's strong export numbers, which have climbed 38.95% over the past four years, greatly exceeding growth rates for the Northeast and for the U.S. New Hampshire exported to 160 foreign destinations in 2001, up from 136 markets in 1997. Canada has traditionally been NH's most important export market, accounting for 32% of exports in 2000. The European market is also strong.

New Hampshire attracts smaller companies employing 10-50 people. Many are family-run or start-up operations relocating from other states. The State ranks 6th of the 50 states in the number of new companies started each year on a per capita basis.

Downtown Revitalization

The Central Business District is composed of a mix of: professional, scientific and technical service firms; retail and wholesale trade establishments; finance and insurance firms; and construction and manufacturing firms. Currently there are nearly 800 private sector firms located in the Central Business District. About 20% of the City's total employment base, or 13,000 employees, is located Downtown. Nationally known firms such as AutoDesk, DEKA, and Texas Instruments maintain a strong presence in the Millyard area.

Projects such as the Granite Street Bridge improvements, Millyard Museum, and FIRST (a non-profit organization founded to inspire students in mathematics, science and technology) demonstrate the City's commitment to downtown's future.

The City continues to invest in its downtown and its future. These efforts have brought visitors and residents to the downtown area for dining, recreation, shopping and numerous cultural events. The opening of the 10,000-seat multi-use Verizon Wireless Arena, home for the American Hockey League's Manchester Monarchs, an affiliate of the National Hockey League's Los Angeles Kings, in the Downtown in 2001 has been the catalyst for a nationally-recognized revitalization effort. Over the past six years, public-private partnerships between the City and local building owners and developers have rehabilitated four historic commercial structures in the Downtown area. Numerous restaurants and small shops have opened, and the City's nightlife is one of the most energetic in the region, making it attractive to a market of young professionals. The City's promotion of residential development Downtown has resulted in the rehabilitation or construction of over 200 new residential units, including The Residences at Manchester Place which contains 204 rental apartment units and 5,200 sq. ft. of retail space fronting on Elm Street. This project is the City's first, new, downtown apartment complex in nearly eighteen (18) years.

The Merrimack River flows through the middle of Manchester, only a few blocks from the Downtown area and adjacent to its historic Amoskeag Millyard. Recognizing the tremendous potential of this natural asset, Manchester has been focusing redevelopment efforts on the riverfront. In 2005, the City opened a 6,500-seat riverfront baseball stadium for the Eastern League New Hampshire Fisher Cats, AA minor league affiliate of the Toronto Blue Jays. Construction is complete on a 127-room hotel adjacent to the Stadium. Current riverfront development also includes a residential project including 45 townhouse condominiums and 132 garden-style apartments to be built.

Development Program

Desired Uses

Proposals should offer to commit the interested development team to design, construct and finance some combination of the following uses:

- (1) an office or technology campus with Class A space within a desired range of 250,000-400,000 Square Feet;
- (2) retail, restaurant, and entertainment uses to support office tenants as well as potential new and existing residential customer bases;
- (3) a residential component;
- (4) parking facilities to address redevelopment and visitor parking needs; and
- (5) public open space in the riverfront area.

Additional development to maximize Site value and utilization are encouraged. The objective is to select a developer who will work on this project in partnership with MEDO and the City of Manchester to meet economic development goals, while addressing the City's housing, open space and other objectives. MEDO is open to a variety of ownership / financing mechanisms in order to complete this landmark project. MEDO is committed to selecting a developer and development program that reaches for these listed goals, understanding the current marketplace requires flexibility.

It is recognized that certain projects may not meet all use requirements of local Zoning Ordinances. For otherwise well-qualifying projects, the City is willing to work with the selected proponent to determine where zoning changes or variances may be obtained to allow for greater financial feasibility of a substantial economic development project.

Development Design

The City has established design criteria standards to be considered by developers.

1. Overall layout and design shall be consistent with established zoning in the Redevelopment Zone. **Appendix E** contains Dimensional Requirements including FAR, lot coverage, maximum height, and other regulations. It is understood that a suitable project may require variances and the City is willing to work with interested parties to ensure a financially viable project.
2. To the extent practical, pedestrian access shall be provided from Queen City Avenue and Hancock Street directly to the Merrimack River. At the end of the above referenced pedestrian access it is the intent of the City that a continuation of the Riverwalk be created. This park shall fall within the Shoreland Protection Area, which is not developable. There should be typical public amenities to be determined and a plan for ongoing maintenance and management.

The improved visual quality of the riverfront requires an area of function, scale and comfort level for pedestrians. Opportunities to expand green space, improve design quality, provide event programming, integrate interpretation and strengthen the connection to the river throughout the development should be explored.

3. Building heights should be compatible and complimentary to the height of buildings in other downtown areas.
4. Buildings shall be constructed of brick, stone, glass or other high quality materials.
5. Buildings shall be compatible with or complementary to the Amoskeag Millyard design concepts, as they will be part of the rhythm visitors see on I-293.
6. While surface parking may be required in certain instances, it is the intent of the City that the majority of parking should be located within a structure. Creative, including below-grade parking solutions will receive additional consideration.
7. Parking structures shall be of a similar quality to buildings where exposed to abutting streets or abutting buildings.
8. Parking structures should feature design elements that make them unobtrusive from I-293.
9. Positive consideration will be given to the inclusion of landmark architectural elements such as a clocktower or archway that define the project and are visible from I-293.
10. US Green Building Council Standards are desirable and MEDO appreciates any consideration of the LEED criteria. Although not formally adopted at the City level, these standards may be used in consideration of competing proposals. They can be found at https://www.usgbc.org/Docs/LEEDdocs/LEED_RS_v2-1.pdf

Financial Analysis

At a minimum, proponents should complete sources and uses information for the development, feasibility analysis, and a ten-year cash flow projection with assumptions clearly outlined. The next section on Submission Guidelines will detail other financial submission requirements

Submission Guidelines

Procuring and contracting Agency

MEDO is the issuing agency of this Request for Proposals (RFP). The person responsible for managing the developer selection process is Glen Ohlund, Development Coordinator for the City of Manchester Economic Development Office.

Mr. Ohlund can be reached at **One City Hall Plaza, Manchester, NH 03101.**
Telephone: (603) 624-6505 x 4103
E-mail: gohlund@manchesternh.gov

Additional clarifying data or information, revisions, amendments, and/or supplements to any part of this RFP will be released to all parties on record.

Preparing and Submitting a Proposal

General instructions

The evaluation and selection of a developer or development team will be based on the information submitted in the Proponent's response to this RFP, reference checks, required on-site visits/interviews, and site visits to representative development projects completed by the proponent. Failure to respond to each of the requirements in the RFP may be the basis for rejecting a response. Proposals including conceptual plans should present all the necessary information for MEDO to select a qualified developer for redevelopment of the Jac-Pac site.

Incurring costs

Neither MEDO nor the City are liable for any costs incurred by respondents to this RFP.

Submitting the proposal

Proponents must submit an original (marked), eight (8) copies, and an electronic version (CD ROM) of all materials required for acceptance of their proposal by **3:00 PM EST, January 18, 2007.**

Glen Ohlund, Development Coordinator
City of Manchester
Economic Development Office
One City Hall Plaza
Manchester, NH 03101

Proposals must be received in the above office by the specified time stated above. All proposals will be time-stamped when accepted. E-mail responses and faxes will not be accepted.

To ensure confidentiality of the document, all proposals must be packaged, sealed and show the following information on the outside of the package:

- Proponent name and address
- Request for proposal title
- Proposal due date

Confidential information, as defined by New Hampshire statute RSA:91-a, shall be delivered in a separate package clearly marked "Confidential".

Proposal Organization and Format

General

All interested Proponents shall structure their RFPs to facilitate review and consideration. In this regard, RFPs must be structured into the following five (5) parts:

- Executive Summary
- Technical Qualifications
- Financial Qualifications
- Proposed Project
- Proposed Project Financing

Proposals should be typed and submitted on 8.5 by 11-inch paper bound securely. Proposals should be organized and presented in the order and by the number assigned in the RFP. Proposals must be organized with the following headings and subheadings. Each heading and subheading should be separated by tabs or otherwise clearly marked. Financial documents shall be presented in a separate binder marked "Financial Qualifications and Conditions: Supplemental Material."

The RFP sections which should be submitted or responded to are:

- Cover Page (Tab 1)
- Introductory Letter (Tab 1)
- Executive Summary (Tab 1, A)
- Responses to technical qualifications and experience (Tab 2)
- Organizational capabilities (Tab 2, A)
- Staff qualifications (Tab 2, B)
- Resumes (Tab 2, C)
- References (Tab 2, D)
- Responses to Financial Qualifications and Condition (Tab 3)
- Responses to Project Description (Tab 4)
- Conceptual Plans or Block Diagrams (Tab 4, A)
- Responses to Project Financing-Term Sheets (Tab 5)

Executive Summary

In the Executive Summary, the Proponent shall provide a brief introduction. The name, address, telephone, e-mail address and fax number of the contact person representing the firm shall be clearly stated. Most importantly, the Proponent shall highlight those points, distinctive qualifications, and capabilities, which it believes are most valuable to the City. Finally, the Proponent shall identify, in general terms, how it might approach the Project.

Each proposal shall stipulate that it is predicated upon the requirements, terms, and conditions of this RFP during the period from date of release of the RFP until the notice of intent to contract is released.

Technical Qualifications and Experience

Interested Proponents shall describe their technical qualifications and experience in providing similar services. In particular, the City requests each Proponent to address the following:

1. The legal name and location of the principal offices of the Proponent and any other members of the development team. Please describe the legal and organizational structure of the firms involved. Identify all persons and firms who will act on behalf of the Proponent and who have the authority to legally bind the Proponent. Please list subsidiary entities and any financial obligations retained by the Proponent.
2. Provide an organizational chart identifying all members, their roles and responsibilities. Describe the nature of the relationship between the members.
3. Describe the Proponent members' experience and capabilities in providing similar services to those required. Be specific and identify projects, dates, and results.
4. Provide resumes describing the educational, work experiences and specific development project experience for each of the key staff who would be assigned to the project. Explain each key staff's role and expected time commitment to the project. Identify the areas that will be subcontracted and how those subcontracts might involve minority-owned businesses.
5. Provide a description of similar urban facilities development experience of similar size and scope including budget and performance record (i.e. quality, cost history comparison to initial budget and scope, cash flow projections, etc.).
6. Describe the firm's and individual members' experience and capabilities in working with community stakeholder groups to reach consensus on a development project. Be specific and identify projects, dates, and results.

7. Discuss the Proponent's design/build/finance experience.
8. Provide a listing of current resource commitments and workload. Identify clients, project scope and schedules.
9. Describe in detail any determination, in the past ten (10) years, by an arbitration panel, federal, state or local regulatory body or court of law that any Proponent member has been found in breach or default under any agreement or contract. Identify by name, location, caption, docket number, or other form of identification, the proceedings in which such determinations were made.
10. Describe in detail any incidents, in the past five (5) years, in which it has been asserted the any Proponent member, or any of its affiliates, have defaulted or failed to comply with contractual obligations involving more than \$500,000 at issue. Identify the names and location of the parties asserting such default or noncompliance.
11. Describe in detail any incidents, in the past five (5) years, in which it has been asserted that any Proponent member, or any of its affiliates, have been removed from an on-going engagement. Identify the names and location of the parties executing the discharge.
12. Describe any and all indictments and criminal investigations, regulatory actions, completed or pending, within the past ten (10) years, in any venue involving any Proponent member. Identify by name, location, caption, docket number, or other form of identification, of all such criminal proceedings.
13. Describe any present or anticipated facts known to the interested Proponent that might reasonably be expected to adversely affect its ability to perform the services identified in the RFP.
14. Proponent must include a list of all clients with whom the Proponent has done business like that required by this solicitation within the last five years. For each client or project, the Proponent must include the name, title, mailing address, e-mail address and telephone number of a contact person along with a brief description of the project or assignment, which was the basis for the business relationship.

Financial Qualifications and Condition

Interested Proponents must demonstrate their financial ability to meet all potential obligations in connection with executing and successfully completing the Project. In this regard, the City requests that each Proponent provide the following:

1. Audited financial information, including balance sheets, statements of income and cash flow, and related footnotes for the previous three (3) fiscal years and unaudited information for the current interim period. If

audited financial statements are not intended for public viewing, please provide them in sealed envelopes declaring them “Confidential.”

2. 10K filings and any other additional Securities and Exchange Commission filings for the previous three (3) years.
3. Annual reports for the past three (3) years.
4. Prospectus for any equity or debt financing in the past three (3) years.
5. Credit reports and ratings for equity or debt financing in the past three (3) years.
6. Confirmation of the maximum amounts that the interested Proponent is capable of securing, and willing to secure, in terms of performance bonds.
7. Confirmation of the maximum insurance coverage the interested Proponent is capable of securing, and willing to secure, for protection of the City.
8. Confirmation of assets to be used to support guarantees and legal recourse of the City in the event of a breach of obligation.
9. Confirmations of the Proponents access to bank lines of credit, revolving credit agreements, and other sources of liquidity.

Proposed Project

Identify in detail the development plan. The description must include the following:

1. Identify in general the proposed development plan and how it will meet the requirements as outlined.
2. Conceptual Plans or diagrams of the proposed project detailing the space allocated for various uses.
3. A preliminary development pro forma showing total development costs and proposed sources and uses of funds for the project.
4. A general overview of the financial strategy and a demonstration of project feasibility.
5. A proposed schedule for the project, including phasing if applicable.
6. A description of the methods that will be used to work with the City, community groups and other stakeholder groups in developing the specific development proposal, receiving necessary state and local approvals and delivering the project.

Project Financing – Term Sheets

Proposals may encompass more than one financial or real estate transaction. For clarity, proposals should identify each major financial or real estate transaction necessary to complete the project for any ownership or involvement by a party other than the development team. For each major real estate or financial transaction, the proponent should provide a term sheet that:

1. Describes the major elements of the transaction,
2. Identifies and provides a brief description of each major document needed to complete the transaction,
3. Notes all the major financial assumptions used in the transaction, and
4. Provides a projection of cash flows that demonstrates the feasibility of the assumptions.

A term sheet should be carefully prepared. It should include high-level summary documents that provide sufficient detail to allow knowledgeable commercial bankers, investment bankers and attorneys to understand the proposed transaction on a conceptual basis. The term sheet should allow a knowledgeable reviewer to assess whether the described transaction can be reasonably carried out. The term sheet for each transaction should be as succinct and clear as possible and should not exceed 5 pages (not including cash flows).

The term sheets should clearly and separately identify the price the developer is offering to pay for each land parcel and the required capital contribution the developer is requesting for each development component.

Follow-up questions that request expanded presentation of material in a term sheet or request material for purposes of uniform comparison of term sheet elements will not be considered changes in conditions or objectives of this RFP.

The Developer Selection Process

Calendar of Events

Listed below are dates and times of actions related to this Request for Proposals. The actions with specific dates must be completed as indicated unless otherwise changed by MEDO. In the event that MEDO finds it necessary to change any of the specific dates and times in the calendar of events listed below, it will do so by issuing a supplement to this RFP. There may or may not be a formal notification issued for changed in the estimated dates and times.

<u>DATE</u>	<u>EVENT</u>
November 6, 2006	Date of RFP issue
December 6, 2006	Developer's Conference and Site Tour
January 18, 2007	Proposals due 3 PM (EST), evaluated for completion
February 1-9, 2007	Oral Presentations Scheduled
February 12-23	Final Evaluation, Clarification and Selection Period
By March 16, 2007	Announce Preferred Developer for Board of Mayor & Alderman Approval (Requires Developer Attendance)
By September 16, 2007	Exercise Development Agreement

Process

Any issues concerning the RFP may be discussed at the Developer's Conference and Site Tour or may be submitted in writing or via phone to:

Glen Ohlund, Development Coordinator
City of Manchester
Economic Development Office
One City Hall Plaza
Manchester, NH 03101

Proponents are expected to raise any questions, exceptions, or additions they have concerning the RFP document at this point in the RFP process. If a proponent discovers any significant ambiguity, error, conflict, discrepancy, omission, or other deficiency in this RFP, the proponent should notify the above named individual of such error and request modification or clarification of the RFP.

Proponent Interviews

Oral Presentations

If requested, Proponents shall be required to participate in interviews to support and clarify their proposals. Every reasonable attempt will be made to schedule each presentation at a time and location that is agreeable to the Proponent. Proponents will be required to provide a detailed presentation to the selection committee and answer interview questions. Failure to interview on the date scheduled may result in rejection of the proposal.

Proposal Irrevocability and Withdrawal

Irrevocability

Proposals shall be irrevocable until contract award unless the proposal is withdrawn. All proposals remain the property of the City

Proposal Withdrawal

Proponents may withdraw a proposal in writing at any time up to the proposal closing date and time or upon expiration of 60 days after the due date and time if received by the MEDO Development Coordinator. To accomplish this, the written request must be signed by an authorized representative of the proponent and submitted to the MEDO Development Coordinator. If a previously submitted proposal is withdrawn before the proposal due date and time, the proponent may submit modifications or another proposal at any time up to the proposal closing date and time.

Proposal Selection and Award Process

Preliminary evaluation

The proposals will be reviewed initially to determine if mandatory requirements are met. Failure to meet mandatory requirements may result in rejection of the proposal. In the event that all Proponents do not meet one or more of the mandatory requirements, the City reserves the right to continue the requirements specified in this RFP.

Evaluation criteria

The purpose of the RFP is not only to determine the extent to which Proponents may be interested in partnering with the City, but also to select the Proponent that is deemed most qualified, both technically and financially, and who has demonstrated experience successfully executing projects of similar size and scope. MEDO will make an assessment of the Proponent's technical qualifications to execute and meet the Project's requirements. MEDO will also make a determination of the extent to which the Proponents are financially capable to meet the proposed commitments.

In making the evaluation and assessment regarding proposals, each Proponent shall meet the following criteria:

1. A demonstrated ability to execute a project of similar size and scope.
2. A demonstrated ability to effectively communicate.
3. A demonstrated knowledge of urban redevelopment.
4. A demonstrated understanding of the Project objectives.
5. Innovative methodologies to be incorporated in completing the Project expeditiously and cost effectively.
6. A demonstrated ability to meet the desired completion schedule.
7. A demonstrated ability to procure adequate performance bonding.
8. A demonstrated ability to procure necessary insurance coverage.
9. A demonstrated strong financial condition.
10. A demonstrated cash liquidity to ensure satisfaction of all commitments and undertakings.
11. A demonstrated commitment to provide adequate recourse to the City of Manchester in the event of breach of commitments, through performance bonding, insurance and performance guarantees of parent companies.
12. A demonstrated ability to provide and execute financing alternatives.

Proposals will be evaluated using the following criteria:

- Developer's expertise, experience and financial capacity
- Overall responsiveness to the requirements of the RFP
- Financing approach and proposed uses
- Proposed development schedule
- Responsiveness to the goals
- Economic Value of the Project
- Offer Price

Right to Reject Proposals and Negotiate Contract Terms

MEDO and the City reserve the right to reject any and all proposals. The City may negotiate the terms of the contract with the selected proponent or team prior to entering into a contract.



Sketch - Early conceptual plan for the former Jac-Pac Site with suggested uses.

Appendix A

REVIEW OF COMMUNITY ASSESSMENT

As presented in the *Community Assessment* report, Manchester has an excellent foundation for pursuing new industries, and a strong argument to make to site selectors, company executives, and would-be entrepreneurs. Many strengths are apparent from our analysis: a growing population, a well-educated and technical labor force to draw from, excellent quality of life, reliable infrastructure, and a close proximity to Boston. Hurdles are relatively few, and can be overcome: rising cost of living, few incentives and an aging population.

With its many workforce and lifestyle strengths, Manchester must now determine which industries to target for local development. In this report, we will present an in-depth economic analysis (including industry specific information and cluster analysis) of the Manchester MSA that will provide new insight and guidance in target industry development. A strategy to capture new opportunities locally will require a clear understanding of the competitive landscape, as well as industry location trends. We will begin with a brief overview of the Community Assessment, highlighting key data points and characteristics of the community.

Workforce and Education

- In 2004, the Manchester metro area had an estimated 207,000 residents, a 19.2% increase from 1990.
- Unemployment is well below national, state, and regional averages at 3.7%.
- The average wage of \$41,700 in Manchester is \$4,000 above the US average, but it is still under that of Boston and Massachusetts.
- The fastest growing age demographic is the 45-64 year-old group, which is similar to the rest of the country.
- New Hampshire and Manchester have slightly higher levels of educational attainment (% of individuals with a bachelor's degree or higher) than the U.S., with the State at 29% and Manchester at 27%, compared to the U.S. at 25%.
- High school students' average total SAT score for the Manchester ISD is 1006, which is 37 points below the state average and 20 points below the U.S. average.
- Manchester boasts eleven colleges, universities, and technical schools in the area, with two Ivy League schools within a short drive.

Business Climate

- Manchester's location is a great asset for business relocation and expansion. The expanded transportation routes projects that are underway (i.e. the widening of I-93 from Manchester to the Massachusetts border, and the Manchester Airport Access Road) and proposals to improve rail transit (i.e. planning underway to extend rail service from Boston through Nashua and potentially Manchester) will further enhance Manchester's level of competitiveness.
- The Manchester region was among the Top 10 – "Best Small Metro Areas to Start and Grow a Business" (Inc. Magazine, 2004).
- New Hampshire is home to the 12th most active port in the northeast; Manchester is home to one of five foreign trade zone sites (FTZ 81). The state boasts two international airports, and the proximity to the International Trade Resource Center in Portsmouth is an additional asset for Manchester-based trade.

- New Hampshire ranks 6th out of the 50 states in the number of new companies started each year on a per capita basis.
- Venture capital funding in the region (New Hampshire & Massachusetts) is second only to Silicon Valley.
- The average wage per worker in Manchester is above the national average at \$41,700. Average wages are 10% above the national average but 19% below the Boston average wage.

Sites and Infrastructure

- The City's New England locale, with its international airport, and its proximity to the Port of Portsmouth and Portsmouth's International Trade Resource Center, positions Manchester well for future growth in industries that will benefit from the globalization of markets and the economy.
- The Manchester Airport is the third largest cargo airport in New England, having handled 181 million pounds of freight in 2002. Private and corporate aircraft are served by the Airport's FBO, Wiggins Airways.
- Manchester has access to neighboring major metros via an extensive and reliable highway infrastructure.
- Office lease rates (at \$16 per square foot), and industrial lease rates (at \$6 per square foot) industrial, are below the Boston metro region, adding to Manchester's affordability.
- Manchester lacks adequate meeting and convention space, with the Radisson Hotel representing the only viable option.

Quality of Life

- Crime rates are low in the city. Manchester's crime rate is 2.44 crimes per 1,000 residents. This is below the U.S. average (4.12 per 1,000 residents) and the nearby Boston metro (2.92 per 1,000 residents). According to FBI statistics, New Hampshire has the lowest crime rate in the US. This is a terrific situation for continued business growth and development.
- Median household income in Manchester (\$54,300) is above the U.S. (\$45,600) and New Hampshire (\$53,100), but below Boston (\$59,800). Manchester's median household income grew 44% between 1990 and 2004, compared to the U.S., which grew at 51%.
- Median home values in Hillsborough County (\$224,000) are comparable to New Hampshire (\$208,000), but higher than national averages (\$147,000). Home values are competitive when compared to New England's large metropolitan areas, such as Boston (\$369,000).

TARGET INDUSTRY SELECTION

The target industry clusters we have identified are based on a comprehensive review of Manchester and the surrounding region. To begin, we conducted an economic and demographic analysis of the area. The results of this analysis were presented in Report 1, the **Community Assessment**. This analysis provided us with a picture of the factors influencing Manchester's strengths and challenges as a business location.

For this **Target Industry & Analysis** report, we conducted a cluster analysis of the Manchester MSA to determine the currently dominant industries in the area. These clusters were analyzed in regard to both national and regional growth trends. In addition, local assets that benefit each of the cluster's local development were also identified.

In addition to the data analysis of current industries, we traveled to the region and talked to public and private sector leaders in interviews and focus groups. We also analyzed a significant volume of community input received through the project's online survey of residents and businesses. Through the public input process, we gained a clear picture of the community's vision for the types of businesses desired in the region, as well as some of the strengths and challenges currently faced. These issues and this vision were factored in to the following target industry selection process.

Target Selection Process

"Site selection" is a broad term that describes a company's process of selecting a city for a new facility or the relocation of existing divisions. This process involves executives from several divisions within the company (such as Executive, Human Resources, Financial, Operation, Facilities Planning, and sometimes Marketing) and often involves a consultant or real estate broker. Site selection is not a scientific process, but does involve a system of measurements and calculations.

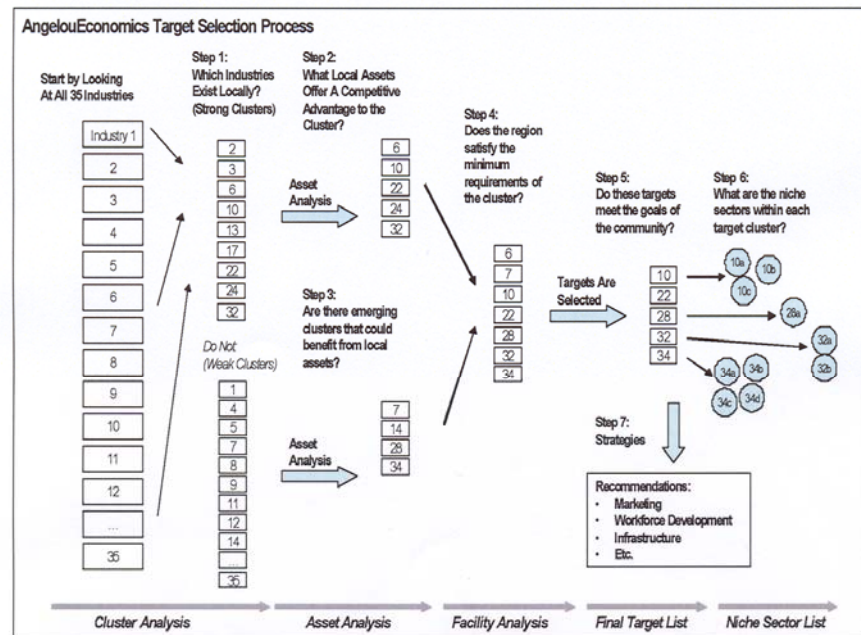
AngelouEconomics employs a combination of quantitative and qualitative analysis in selecting the best target industries for a community. The process is guided by the following four questions:

1. **What clusters currently exist locally, and are they growing?** Immediate and obvious candidates for targets are those that are experiencing growth within the community or surrounding communities. Industries that have a large presence but lack growth suggest that the region is losing its competitiveness in this industry. While the industry may be a candidate to target for a retention effort, a long-term decline calls for a close look at transitional opportunities into new industries that create jobs (e.g. textile workers transitioning into food processing).
2. **Are current or emerging local clusters in industries that are growing nationally or undergoing geographic dislocation?** For those local clusters that have potential, are they growing nationally as well? While some industries are experiencing high growth rates, most U.S. industries are modest or stagnant in their growth. However, the dislocation of industries from one part of the country to another has been a long-standing opportunity for recruitment. Many industries undergo restructuring in order to be more competitive, or simply suffer a high rate of startup and failure.
3. **Are there local assets that give specific industries a competitive edge?** Communities are as unique as people. Each one has strengths that companies can leverage to create competitive advantages. These strengths can include such things as workforce skills, tax structure, infrastructure, and market proximity. Likewise, many companies have specific infrastructure and workforce minimum requirements, and

understanding whether the region can meet those requirements is crucial. For example, if the region lacks water and wastewater capacity or has overly stringent environmental regulations, then the community could be ruled out for food processing and semiconductor manufacturing. Understanding the needs of target companies is essential to recruiting them.

4. **Does the industry match community goals?** The most important criterion is often whether or not the industry matches the stated economic goals of the community. Some communities may want to avoid manufacturing businesses, or businesses that don't pay high enough wages. Sometimes lack of available land requires a more precise list of targets. Communities wanting to maintain a small-town appeal, for example, may target homegrown "soft" industries. Others wanting to transition into a more urban, metropolitan setting may focus more on larger office users. Industries that can survive locally will struggle to succeed without the backing of the populace and its elected officials. An aggressive marketing campaign and solid commitment by government to support a target can often overcome specific deficiencies or cost disadvantages.

In many ways, target industry selection is better described as **target industry "elimination"**. The follow chart shows AngelouEconomics' systematic process by which an industry is selected as a target:



Background on Industry Location Analysis

Traditionally, the growth of economies has been described in terms of a region's "basic" or "primary" industries. These industries typically export their goods or services outside the region, thereby supporting local industries such as retail, housing construction, and personal services through payroll and local purchases. Primary industries reflect an injection of outside money to the community and have a high economic impact; a typical primary business may create 2 additional jobs in the local economy for every 1 job at its facility.

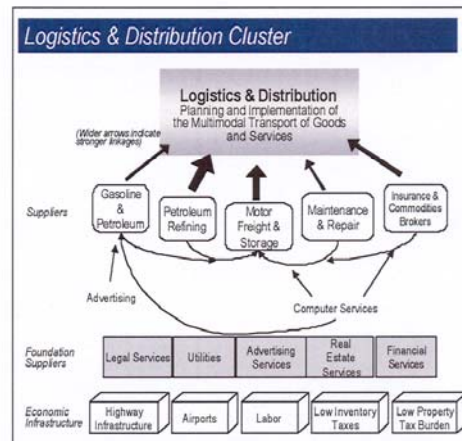
For this reason, communities across the country compete to recruit or retain these high-impact, primary businesses. Manufacturing is a good example of a primary industry, as most customers would be found throughout the U.S. or even internationally. With the manufacturing industry in decline and the increasingly global nature of business today, many more industries are increasingly "primary" in their make-up: distribution centers may serve a multi-state region, back office operations can serve a company's global network of employees, and custom software companies can build Internet applications that serve businesses anywhere in the world. Federal installations such as Army bases or federal research labs are clear examples of how government can be classified as a primary industry. High wage jobs are usually found at national or global companies that are enjoying growth.

While businesses are more global in nature today, rapid gains in technology, telecommunications, and markets continue to alter the location requirements of many companies. Often the speed of business drives corporate location decisions. The competition for top talent is now viewed to be the most important component of a successful company. Today's business environment requires that businesses continue to upgrade their technological capabilities while expanding the skills of the available workforce. Innovation and change is now a basic requirement for success.

Step 1: Overview of Manchester Clusters

What Clusters Exist Locally? What is Their Condition?

Clusters are highly integrated groups of businesses with strong vertical and horizontal linkages. "Vertical" linkages include the suppliers and customers in a region that combine to create a competitive business model. The tight relationship between auto manufacturers and their suppliers is a good example of this vertical relationship. "Horizontal" linkages include the relationships that competing companies have and the public sector institutions that support them. Workforce is the primary asset that passes through these horizontal linkages, as competing firms often hire away each other's workers (and learn from them) and also hire out of the same training programs or universities. The diagram to the right shows how these relationships exist within a cluster.

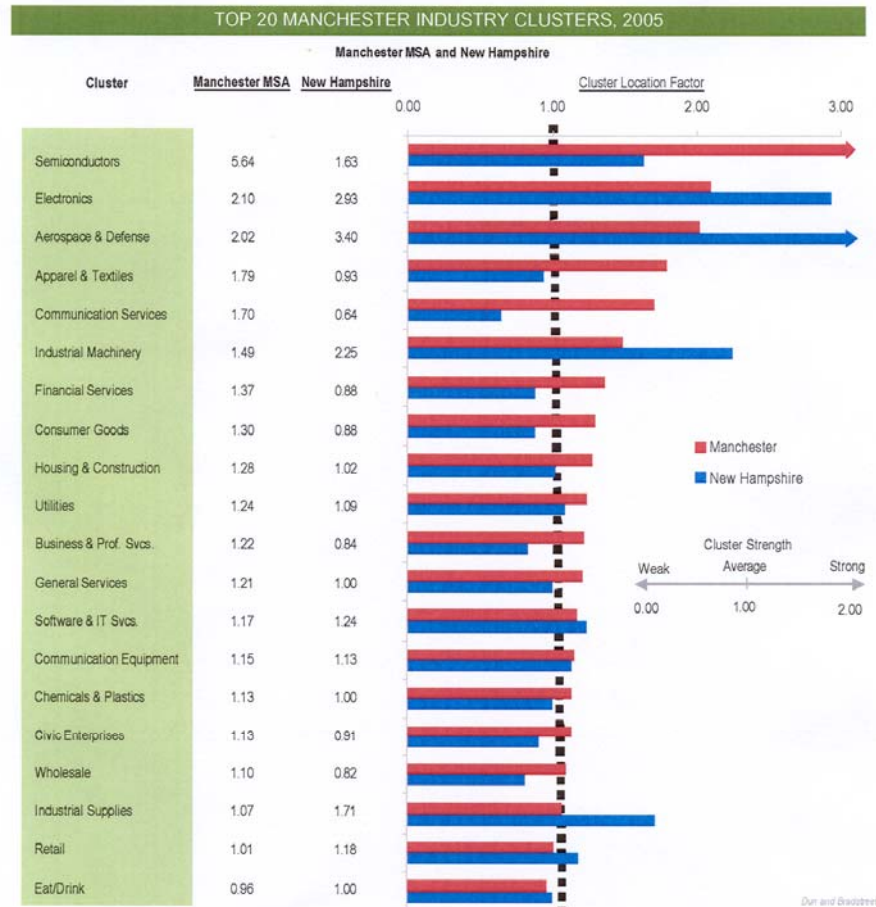


Historically, clusters gathered in specific regions of the U.S. due to natural advantages (e.g., natural resources and climate), cost factors (e.g., distance to market, labor costs), and existing transportation infrastructure. Today, companies are increasingly drawn to regions that can supply the unique workforce that they need. Universities and public sector institutions such as education and training facilities are now major drivers of regional economies. Clusters often mature when businesses expand their relationships with existing supplier firms in a region. As the clusters grow, additional supplier firms are attracted to the region, eventually creating a well-diversified "critical mass" of production, labor, and information.

AngelouEconomics has created 35 cluster definitions that achieve a much higher level of detail than the standard classification of the 10 major industries (manufacturing, services, etc.). This methodology categorizes businesses according to their final product and how these products are related to each other and integrated along the vertical supply chain. The results are a more accurate and detailed examination of industries than the broad method used currently by the Census. The new NAICS system is an improvement on how businesses are classified, but clusters will still be found across various NAICS codes and major industries.

To assess the strength of a cluster in a regional economy, AngelouEconomics has calculated location factors (or quotients) for each cluster. These factors are calculated by comparing the cluster's share of total local employment to the cluster's national share. This location quotient will yield a value generally between 0 and 2, where a result of "1" demonstrates that the cluster commands an average (expected) share of the local economy. Cluster location factors greater than 2 indicate a strong cluster agglomeration, while those less than .5 indicate extremely weak clusters.

The following table shows the cluster location factors for Manchester and New Hampshire:



Manchester enjoys key cluster strength in:

Semiconductors

This industry has experienced incredible gains in Manchester since 1998, climbing from an employment base of just 45 to 1100. As this industry continues to grow, it will cultivate a high-knowledge labor force with above average wages. This is a key primary industry because it requires a multitude of service industries to support operations and exports a high dollar value a products, bring significant amounts of capital to the region.

Electronics

Manchester's established cluster in the electronics industry is driven by the presence of Osram Sylvania (650 employees), Sanmina Corporation (399 employees), and Electropac, Inc. (156 employees). This industry employs a mix of workers, ranging from electrical engineers for design and line workers for assembly. Overall the industry pays high wages and generally exports goods outside of the region, bringing wealth to the region. Since 1998, Manchester has experienced employment growth in this industry of 28%.

Aerospace & Defense

Like the semiconductor industry, aerospace & defense is a coveted primary industry that employs highly educated and highly paid individuals. Although Manchester has experienced negative growth since 1998 (-24%), the future looks bright. The DoD has increased spending in each of the past five years and has plans to continue the increase through 2011.

Apparel & Textiles

With added cost pressures, businesses in this cluster are quickly leaving the U.S. for lower wage environments in other countries. Since 1998, Manchester has lost 3% of this sector's employment, far less than the national attrition rate. This trend is projected to continue over the next decade at the local and national level.

Communication Services

This industry generally provides local and long distance telephone service, as well as high-speed data and video services to businesses and home consumers. The industry requires a moderately well educated workforce and pays wages on par with the U.S. average. Verizon Communications represents the lion's share of the Communication Services cluster, which has experienced tremendous growth since 1998 (219%). Verizon Communication is also the second largest non-manufacturing employer in Manchester.

Industrial Machinery

The industrial machinery industry makes large scale tools like saws, drills, and presses for use across a variety of manufacturing sectors. This industry employs a mix of skilled laborers to manufacture precision equipment and line workers for basic assembly. This industry has enjoyed significant growth in Manchester from 1998 to 2005. Employment jumped from 359 to 777, a gain of 122%.

Financial Services

This cluster is anchored by the headquarters of two the region's largest commercial banks, as well as other national branch offices. Banknorth (1,153 employees), Citizens Bank (1,225 employees), and Bank of America (425 employees) represent the largest employers in this cluster. This industry requires an educated workforce and a reliable infrastructure to meet utility and transportation needs. Growth has been moderate in the financial services industry in Manchester, with gains of only 3% from 1998 to 2005.

Consumer Goods

Many of the businesses that make up this cluster provide consumer goods, ranging from toys and sporting goods to household furniture and paper products. Because of this, businesses in this cluster tend to mainly serve the local populace. However, Manchester has added strength in this cluster largely due to the growing population.

Housing & Construction

Manchester, along with many other eastern communities, has experienced a boom in its residential home construction industry. Although, this cluster supports a large proportion of local jobs, this industry is largely driven by growth in the local populace and does not export goods outside the region. Because of this, it is not considered a primary industry. The growth of this industry will be organic, supported from within by growth in population and income levels throughout the region.

The entire **state of New Hampshire** also has strong clusters in:

- **Aerospace & Defense**
- **Electronics**
- **Industrial Machinery**
- **Industrial Supplies**
- **Semiconductors**

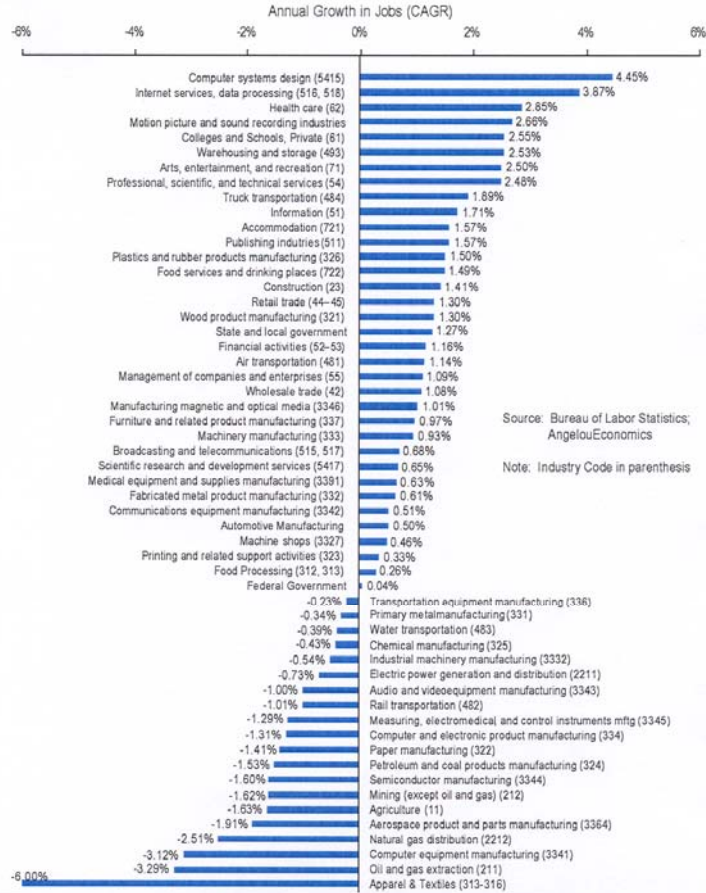
As mentioned previously, local cluster strength does not automatically mean that it should be targeted for growth. National growth trends must be examined, as well as the region's relative competitiveness in each cluster. We assess these factors on the following pages.

Step 2: National Cluster Growth

Which industries are growing nationally, or are relocating in the U.S.?

In general, communities should target industries that are growing, although targets can still include low growth or negative growth targets as well. The following chart shows the anticipated growth trends for specific industries and clusters:

**U.S. Industry Employment Forecast
2002 – 2012**



Technology sectors such as those relating to the use of computers and networks promise a high level of growth over the next 10 years. Productivity improvements continue to be felt in traditional companies that adopt new computer technologies. The highest rates of growth will be found in design and service sectors such as **Computer Systems Design** (4.5% per year), **Internet Services and Data Processing** (3.9%), and **Packaged Software Publishers, not custom** (5.3%). **Electronics, Semiconductor**, and **Computer Manufacturers** will shed jobs as more and more production is moved to low cost facilities overseas.

Health Care will be a high growth industry, as the aging U.S. population becomes the dominant demographic story over the next 20 years. By 2010, nearly 15% of the population will be seniors 65+, a period in one's life where nearly half of health care expenditures occur. The senior population will be growing four times faster than the overall U.S. population by 2015. In 1950, there were 16 workers per retiree; today, the ratio is less than four to one, and by 2030, it will be two to one. With this massive demographic shift occurring, an estimated 4.4 million jobs will be created in the health care industry in the next 10 years, with residential and elderly care receiving the highest rates of growth. **Medical Instruments** and **Scientific R&D** will experience modest growth. **Biotechnology** and **Pharmaceuticals** are expected to see strong employment in the near and long term.

The steady growth of the overall U.S. population will drive the growth of industries that supply, feed, house and entertain us. Distribution of consumer goods will experience high growth: **Warehousing and Storage** (2.5% per year), **Truck Transportation** (1.9%), **Couriers and Messengers**, including overnight freight (3.5%), and **Wholesalers** (1.8%). **Entertainment and tourism** industries will see high growth, and end-sales industries such as **Retail Trade** and **Restaurants** will see moderate growth. The **Construction** industry tracks well with overall economic growth, and is expected to experience modest growth.

Local and State Government will see job growth of 1.3%, slightly higher than total population growth (1%), as urbanization continues and federal jobs are kept flat. Increasing wealth in the U.S. will require a larger **Financial Services** sector, which will also grow slightly faster than the population.

Manufacturing industries overall can expect continued job losses in the future due to continued technological improvements in the manufacturing process, large scale operations moving overseas, and for some, overall declines in final demand. Smaller, niche-manufacturing sectors will see modest growth: **Machinery**, **Wood Products**, **Fabricated Metal**, **Machine Shops**, **Printing**, and **Food Processing**. Other sectors that will see falling job levels are **Agriculture**, **Oil and Gas Extraction and Refining**, **Chemicals**, **Mining**, **Apparel Manufacturing**, **Aerospace**, and **Rail Transportation**.

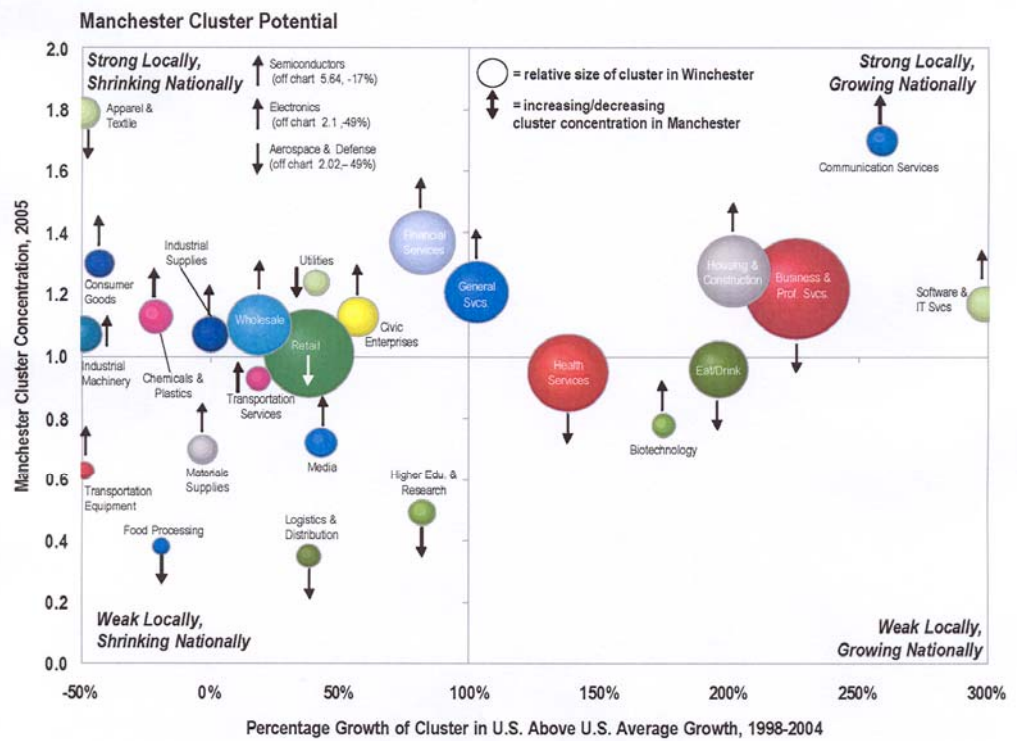
Which clusters are getting stronger in Manchester?

Target selection must identify existing, strong clusters in the region, but also consider how clusters are gaining strength locally.

Clusters can gain strength in two ways:

1. **Above-average growth nationally.** This will result in a larger cluster employment concentration in Manchester.
2. **An increasing cluster concentration ratio.** A growing cluster concentration in a region indicates that a cluster is capturing a larger share of new jobs in the U.S., suggesting an improvement in the region's attractiveness and competitiveness for the cluster.

We show these two forces in the following diagram:



The Role of Dislocating Industries

Most communities make the right choices to preserve their existing industry base, and when these industries are shrinking, communities make every effort to forestall job losses (e.g. communities in traditional manufacturing or facing base closures). We label these industries "Dislocating," as they are undergoing a basic restructuring in geography, technology, or markets.

At a national level, shrinking industries may still be an appropriate target for some communities if:

- **The industry is undergoing restructuring in order to be more competitive.** This often means that a company may relocate to another city, or may spinout divisions to more competitive locations. For example, the automotive industry is expected to create few net new jobs and have moderate growth rates nationally, but is migrating facilities from the Upper Midwest to the South.
- **The industry suffers a high rate of startup and failure.** While the U.S. South enjoyed many relocations from northern cities, most of the job growth occurred at companies that were founded in the South. As industries shrink in one region of the U.S., more competitive firms pop up and take market share. The success of financial services firms in the South and Midwest demonstrates the role that a competitive environment can play in an industry that suffers high churn.
- **Job loss is due primarily to technological investments, not declining revenue.** As some industries get more capital-intensive, they require fewer workers (such as the semiconductor industry), but their strategic value to a regional economy still grows (a higher economic job multiplier or higher local tax payments).
- **The region has a unique comparative advantage in a consolidating industry.** Due to declines in demand for their end product, or other economic pressures, some industries may be forced to consolidate operations into very select areas of the country. Even though the overall industry may be in decline, a desirable region may be able to have an almost monopolistic hold on the cluster.

The following sectors are considered "Dislocating" clusters (slow U.S. growth, but strong local strength) in Manchester that can be targets, but deserve caution. These industries will be difficult to grow because of national trends; however, there may be opportunities for restructuring and/or targeting emerging niche segments within the clusters:

- Apparel & Textiles
- Industrial Machinery
- Consumer Goods

Step 3. Competitive Asset Inventory

Are there local assets that give specific industries a competitive edge?

Manchester can provide a low cost alternative to larger metros on the east coast, with access to a growing semiconductor and electronics industry, a reliable transportation infrastructure, and a high quality of life. We evaluated the region's core assets for industry recruitment and expansion by grouping assets in three categories: **core strengths, competitive assets, and barriers:**

Core Strengths

Growing population - Manchester's population has experienced tremendous growth over the past fifteen years. In 2004, the Manchester MSA population was just over 200,000, an increase of 19% from 1990. A growing population is essential to many industries, as it provides a larger customer and employment base.

Transportation Infrastructure - Multiple interstates, a nearby port and a pending rail line provide Manchester with a competitive transportation infrastructure. New Hampshire's largest commercial airport is located in Manchester and provides domestic flights via several major airlines. The nearest large international airport is Boston Logan Airport and is only 60 miles away from Manchester. These will be strong selling points, as executives and consultants need access to airports that provide numerous flight options.

Location - One of Manchester's core strengths lies in its proximity to Boston. This provides the area with countless benefits, including access to research centers, venture capital, and a growing educated workforce.

Business Climate - New Hampshire's image as a place to do business is excellent, as the State ranks 14th in the 2004 "Small Business Survival Index". The overall business climate is considered ideal with a non-intrusive state government, moderate taxes, and a competitive cost structure. The Amoskeag Business Incubator, a joint venture between the Southern New Hampshire University School of Business and the City of Manchester, is representative of the mind set in Manchester. Through the provision of office space and technical assistance to new and small businesses, Manchester shows the willingness and desire support economic growth in the region.

Competitive Assets

Quality of life - Manchester offers a lifestyle conducive to raising a family, while a growing population is driving the growth of new amenities for young adults. The crime rate is remarkably low, despite the growth in population, and housing costs are affordable relative to the Boston metro.

Overall Tax Structure - New Hampshire state and local tax burden is the second lowest in the nation. According to the Tax Foundation, New Hampshire taxes equal 7.4% of income, below the national average of 10.1%. The state's tax structure is business friendly and includes no broad-based personal income tax, no general sales tax, no use tax, no inventory tax, no equipment/machine tax, and no capital gains tax.

Education – As the largest U.S. city north of Boston, Manchester has access to multiple colleges and technical schools within a short drive. The educational attainment level in Manchester and New Hampshire is above the national average, providing the city with a growing and qualified work force. However, Manchester's K-12 education system leaves room for improvement, as SAT scores and graduation rates are below state and national averages. Both metrics have seen improvement over the past several years.

Barriers

Low Unemployment Rate - The extremely low unemployment rate (3.7%) has the potential to make it difficult to find qualified employees. Employers will find it difficult to locate and retain workers across all segments of their business, including blue collar and white collar if the unemployment rate continues to fall.

Diversity - Manchester is not a very diverse city, which is not unusual for some Northeastern communities. Whites account for 91% of the area's population, but the other racial and ethnic groups are growing quickly.

Rising Cost of Living - The cost of living is relatively low for the area, but 12% above the national average. Costs are much less than the Boston metro though, and comparable to surrounding communities in New Hampshire. Housing costs are rising but remain below major metro prices. Grocery, transportation, and health costs are all above the national average.

Cost of Labor - The average wage in Manchester (\$41,700) far exceeds the state (\$37,300) and national (\$37,800) averages. Employers will prefer lower wage rates to keep costs low and stay competitive. However, Manchester's wages rates are far below Massachusetts (\$46,300) and the Boston MSA (\$49,900).

Step 4. Do these targets meet the goals of the community?

Public opinion and community input is as critical to the industry cluster selection process as data and asset analysis. The growth of industry clusters requires a community effort. Local government officials, economic developers, business leaders, and the general public must be united in their vision and enthusiastic in their support to grow regional representation in industry clusters that are unanimously viewed as desirable. This is particularly critical when a region lacks a strong local concentration in a targeted cluster. The lack of cluster concentration does not rule out an industry as a target, but it does indicate that community efforts have to be more focused and enhanced to successfully grow the desired industry locally.

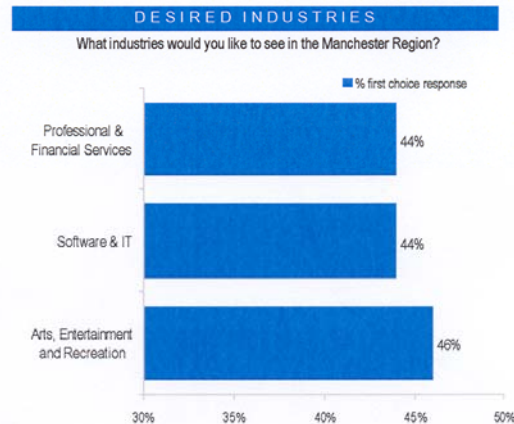
During the course of our project, AE talked to many public and private sector leaders and community residents. Many of these represented key industries currently located in the region. Through this public input process, we received a great deal of information regarding the types of businesses that the residents of Manchester desire for the future of their community. Three overarching community goals were the most prominent:

- Industries that are "Good Corporate Citizens"
- Industries that are "Clean" and "Environmentally Sensitive"
- Industries that pay "Higher Wages" and employ "Higher Skilled Workers"

These three community goals all address the main challenges that Manchester is currently facing. The community wants "**Clean Industries**" because it understands the importance of preserving its high quality of life and environment. The region's natural beauty and scenic landscape is viewed by nearly all as the region's best asset. The community wants businesses that pay "**Higher Wages**" to begin to shift the imbalance that has existed in the prevalence of lower wage and income levels and a rising cost of living. Manchester has trailed the nation for some time, but with the recent upward trends in local cost of living, the situation is becoming even more dire. Businesses that require higher skill levels will pay higher wages. Citizens and community leaders also desire "**Good Corporate Citizens**" that will support and give back to the local community.

The types of industries selected by businesses in the online survey support the overarching goals of the community presented above. The chart at right shows the three top industries that business owners and senior managers would like to see expand in the Manchester region.

Combining the views and goals of the community with the industry clusters in which Manchester meets minimum industry requirements leads AE to the final list of target industry clusters. In our analysis, several industries of the below industry list are not considered primary targets; they are better classified as supporting larger clusters. While these support clusters can grow large enough that they are largely

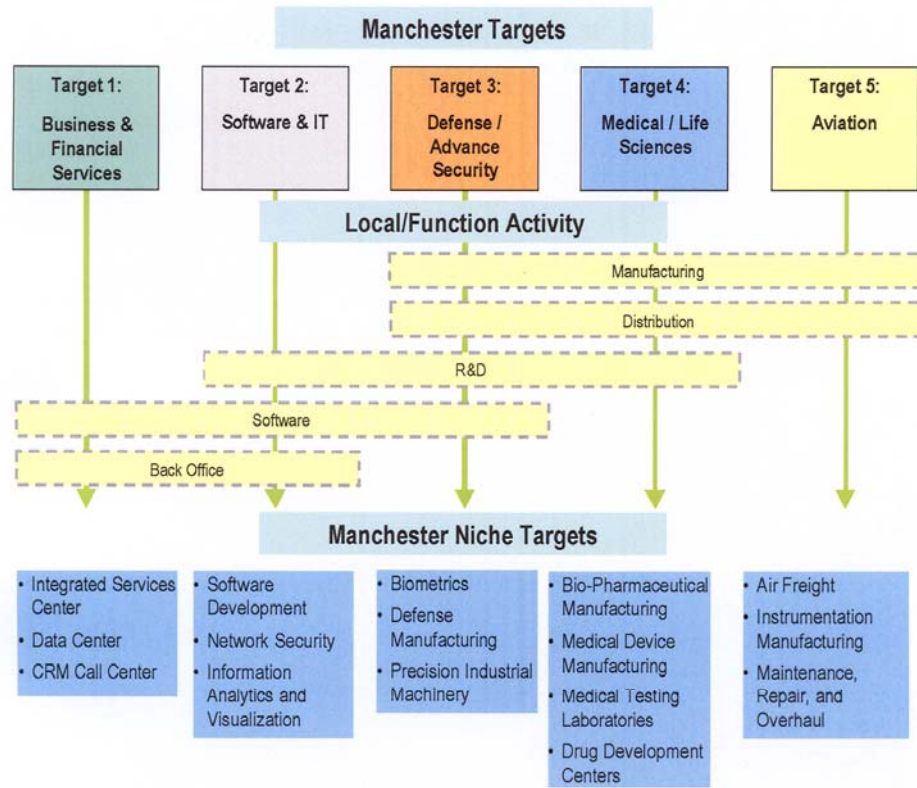


export focused (e.g. Software in Silicon Valley), in Manchester they should be viewed mainly as supporting assets to grow the final targets. For example, Software & IT Services and Communication Services will support most industries, particularly Security & Defense, and Biosciences. Likewise, Financial and Business Services includes many of the back office functions that will serve the Transportation Equipment Manufacturing, Media, and Logistics industries. Higher Education and Research is an important asset to support the Biosciences, and Security & Defense clusters.

MANCHESTER TARGET INDUSTRIES

Recommended Target Industries

The following chart shows the resulting list of target industries for Manchester:



Within each of the industry categories above, the Niche Targets are the main sectors for which AngelouEconomics believes Manchester is uniquely positioned. The region should devote the majority of its attention and resources to these niche targets. However, AngelouEconomics does not recommend that these niche sectors be identified specifically as "targets." Clearly, this would yield too many targets, and the synergies between them would be lost. Grouping niche sectors within main heading "targets" can yield many positive results overall. Fewer, broader target headings allow:

- The community to band together around groups that they understand intuitively (e.g. "aviation" vs. "maintenance, repair, and overhaul")
- Local leaders to maintain a list that can be supported by all economic development organizations, while specific responsibilities will be spread out (i.e. universities focus on biometric technology development, while Manchester promotes the defense/advanced security industry)
- More visionary marketing campaigns to be created
- Leaders to prioritize the target list more efficiently
- Each main target to receive equal treatment, without being watered down by emerging, high risk targets

Each target is profiled in detail in the following pages.

We include the following information for each:

- A description of the industry sector
- An overview of industry trends
- A description of the location criteria for the industry for:
 - Economic conditions
 - Market/Geography
 - Structural Assets
 - Research and development
 - Workforce
- A review of Manchester's conditions to support the industry's growth
- Niche sectors that Manchester has the greatest ability to support

Appendix B



Materials & Resources

13 Possible Points

<input checked="" type="checkbox"/>	Prereq 1	Storage & Collection of Recyclables	Required
<input type="checkbox"/>	Credit 1.1	Building Reuse , Maintain 75% of Existing Shell	1
<input type="checkbox"/>	Credit 1.2	Building Reuse , Maintain 100% of Shell	1
<input type="checkbox"/>	Credit 1.3	Building Reuse , Maintain 100% Shell & 50% Non-Shell	1
<input type="checkbox"/>	Credit 2.1	Construction Waste Management , Divert 50%	1
<input type="checkbox"/>	Credit 2.2	Construction Waste Management , Divert 75%	1
<input type="checkbox"/>	Credit 3.1	Resource Reuse , Specify 5%	1
<input type="checkbox"/>	Credit 3.2	Resource Reuse , Specify 10%	1
<input type="checkbox"/>	Credit 4.1	Recycled Content , Specify 5% (p.c. + 1/2 p.i.)	1
<input type="checkbox"/>	Credit 4.2	Recycled Content , Specify 10% (p.c. + 1/2 p.i.)	1
<input type="checkbox"/>	Credit 5.1	Local/Regional Materials , 20% Manufactured Locally	1
<input type="checkbox"/>	Credit 5.2	Local/Regional Materials , of 20% in MRc5.1, 50% Harvested Locally	1
<input type="checkbox"/>	Credit 6	Rapidly Renewable Materials	1
<input type="checkbox"/>	Credit 7	Certified Wood	1

Indoor Environmental Quality

15 Possible Points

<input checked="" type="checkbox"/>	Prereq 1	Minimum IAQ Performance	Required
<input checked="" type="checkbox"/>	Prereq 2	Environmental Tobacco Smoke (ETS) Control	Required
<input type="checkbox"/>	Credit 1	Carbon Dioxide (CO₂) Monitoring	1
<input type="checkbox"/>	Credit 2	Ventilation Effectiveness	1
<input type="checkbox"/>	Credit 3.1	Construction IAQ Management Plan , During Construction	1
<input type="checkbox"/>	Credit 3.2	Construction IAQ Management Plan , Before Occupancy	1
<input type="checkbox"/>	Credit 4.1	Low-Emitting Materials , Adhesives & Sealants	1
<input type="checkbox"/>	Credit 4.2	Low-Emitting Materials , Paints	1
<input type="checkbox"/>	Credit 4.3	Low-Emitting Materials , Carpet	1
<input type="checkbox"/>	Credit 4.4	Low-Emitting Materials , Composite Wood	1
<input type="checkbox"/>	Credit 5	Indoor Chemical & Pollutant Source Control	1
<input type="checkbox"/>	Credit 6.1	Controllability of Systems , Perimeter	1
<input type="checkbox"/>	Credit 6.2	Controllability of Systems , Non-Perimeter	1
<input type="checkbox"/>	Credit 7.1	Thermal Comfort , Comply with ASHRAE 55-1992	1
<input type="checkbox"/>	Credit 7.2	Thermal Comfort , Permanent Monitoring System	1
<input type="checkbox"/>	Credit 8.1	Daylight & Views , Daylight 75% of Spaces	1
<input type="checkbox"/>	Credit 8.2	Daylight & Views , Views for 90% of Spaces	1

Innovation & Design Process

5 Possible Points

<input type="checkbox"/>	Credit 1.1	Innovation in Design	1
<input type="checkbox"/>	Credit 1.2	Innovation in Design	1
<input type="checkbox"/>	Credit 1.3	Innovation in Design	1
<input type="checkbox"/>	Credit 1.4	Innovation in Design	1
<input type="checkbox"/>	Credit 2	LEED™ Accredited Professional	1

Project Totals

69 Possible Points

<input type="checkbox"/>	Certified 26-32 points	Silver 33-38 points	Gold 39-51 points	Platinum 52-69 points
--------------------------	-------------------------------	----------------------------	--------------------------	------------------------------

U.S. Green Building Council



Project Checklist

Sustainable Sites

14 Possible Points

<input checked="" type="checkbox"/>	Prereq 1	Erosion & Sedimentation Control	Required
<input type="checkbox"/>	Credit 1	Site Selection	1
<input type="checkbox"/>	Credit 2	Urban Redevelopment	1
<input type="checkbox"/>	Credit 3	Brownfield Redevelopment	1
<input type="checkbox"/>	Credit 4.1	Alternative Transportation , Public Transportation Access	1
<input type="checkbox"/>	Credit 4.2	Alternative Transportation , Bicycle Storage & Changing Rooms	1
<input type="checkbox"/>	Credit 4.3	Alternative Transportation , Alternative Fuel Vehicles	1
<input type="checkbox"/>	Credit 4.4	Alternative Transportation , Parking Capacity	1
<input type="checkbox"/>	Credit 5.1	Reduced Site Disturbance , Protect or Restore Open Space	1
<input type="checkbox"/>	Credit 5.2	Reduced Site Disturbance , Development Footprint	1
<input type="checkbox"/>	Credit 6.1	Stormwater Management , Rate and Quantity	1
<input type="checkbox"/>	Credit 6.2	Stormwater Management , Treatment	1
<input type="checkbox"/>	Credit 7.1	Heat Island Effect , Non-Roof	1
<input type="checkbox"/>	Credit 7.2	Heat Island Effect , Roof	1
<input type="checkbox"/>	Credit 8	Light Pollution Reduction	1

Water Efficiency

5 Possible Points

<input type="checkbox"/>	Credit 1.1	Water Efficient Landscaping , Reduce by 50%	1
<input type="checkbox"/>	Credit 1.2	Water Efficient Landscaping , No Potable Use or No Irrigation	1
<input type="checkbox"/>	Credit 2	Innovative Wastewater Technologies	1
<input type="checkbox"/>	Credit 3.1	Water Use Reduction , 20% Reduction	1
<input type="checkbox"/>	Credit 3.2	Water Use Reduction , 30% Reduction	1

Energy & Atmosphere

17 Possible Points

<input checked="" type="checkbox"/>	Prereq 1	Fundamental Building Systems Commissioning	Required
<input checked="" type="checkbox"/>	Prereq 2	Minimum Energy Performance	Required
<input checked="" type="checkbox"/>	Prereq 3	CFC Reduction in HVAC&R Equipment	Required
<input type="checkbox"/>	Credit 1	Optimize Energy Performance	1-10
<input type="checkbox"/>	Credit 2.1	Renewable Energy , 5%	1
<input type="checkbox"/>	Credit 2.2	Renewable Energy , 10%	1
<input type="checkbox"/>	Credit 2.3	Renewable Energy , 20%	1
<input type="checkbox"/>	Credit 3	Additional Commissioning	1
<input type="checkbox"/>	Credit 4	Ozone Depletion	1
<input type="checkbox"/>	Credit 5	Measurement & Verification	1
<input type="checkbox"/>	Credit 6	Green Power	1

LEED™ Rating System Version 2.1

v



Materials & Resources

13 Possible Points

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<input type="checkbox"/>	Credit 1.2	Building Reuse , Maintain 100% of Shell	1
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<input type="checkbox"/>	Credit 6	Rapidly Renewable Materials	1
<input type="checkbox"/>	Credit 7	Certified Wood	1

Indoor Environmental Quality

15 Possible Points

<input checked="" type="checkbox"/>	Prereq 1	Minimum IAQ Performance	Required
<input checked="" type="checkbox"/>	Prereq 2	Environmental Tobacco Smoke (ETS) Control	Required
<input type="checkbox"/>	Credit 1	Carbon Dioxide (CO₂) Monitoring	1
<input type="checkbox"/>	Credit 2	Ventilation Effectiveness	1
<input type="checkbox"/>	Credit 3.1	Construction IAQ Management Plan , During Construction	1
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<input type="checkbox"/>	Credit 5	Indoor Chemical & Pollutant Source Control	1
<input type="checkbox"/>	Credit 6.1	Controllability of Systems , Perimeter	1
<input type="checkbox"/>	Credit 6.2	Controllability of Systems , Non-Perimeter	1
<input type="checkbox"/>	Credit 7.1	Thermal Comfort , Comply with ASHRAE 55-1992	1
<input type="checkbox"/>	Credit 7.2	Thermal Comfort , Permanent Monitoring System	1
<input type="checkbox"/>	Credit 8.1	Daylight & Views , Daylight 75% of Spaces	1
<input type="checkbox"/>	Credit 8.2	Daylight & Views , Views for 90% of Spaces	1

Innovation & Design Process

5 Possible Points

<input type="checkbox"/>	Credit 1.1	Innovation in Design	1
<input type="checkbox"/>	Credit 1.2	Innovation in Design	1
<input type="checkbox"/>	Credit 1.3	Innovation in Design	1
<input type="checkbox"/>	Credit 1.4	Innovation in Design	1
<input type="checkbox"/>	Credit 2	LEED™ Accredited Professional	1

Project Totals

69 Possible Points

<input type="checkbox"/>	Certified 26-32 points	Silver 33-38 points	Gold 39-51 points	Platinum 52-69 points
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S. Green Building Council

Appendix C



MHRA I, Inc.

Dick Dunfey
President

William B. Cashin
Treasurer

Marie E. Donohoe
Secretary

George N. Copadis
Director

Fern G. Gellinas
Director

M. Mary Mongan
Director

September 28, 2006

Glen Ohlund, Development Coordinator
Economic Development Office
City of Manchester
One City Hall Plaza
Manchester, NH 03101

RE: Jac-Pac Request for Development Proposals

Dear Glen :

As you know, the Manchester Housing and Redevelopment Authority through its subsidiary, MHRA I, Inc., acquired the Jac-Pac property based on City of Manchester's desire to control redevelopment of this strategic site and provide future economic development opportunities within the City's downtown area.

MHRA I, Inc. supports redevelopment of the site and approves issuance of the Request for Development Proposals, and will transfer title to the property as requested by the City of Manchester.

Sincerely,

MHRA I, Inc.

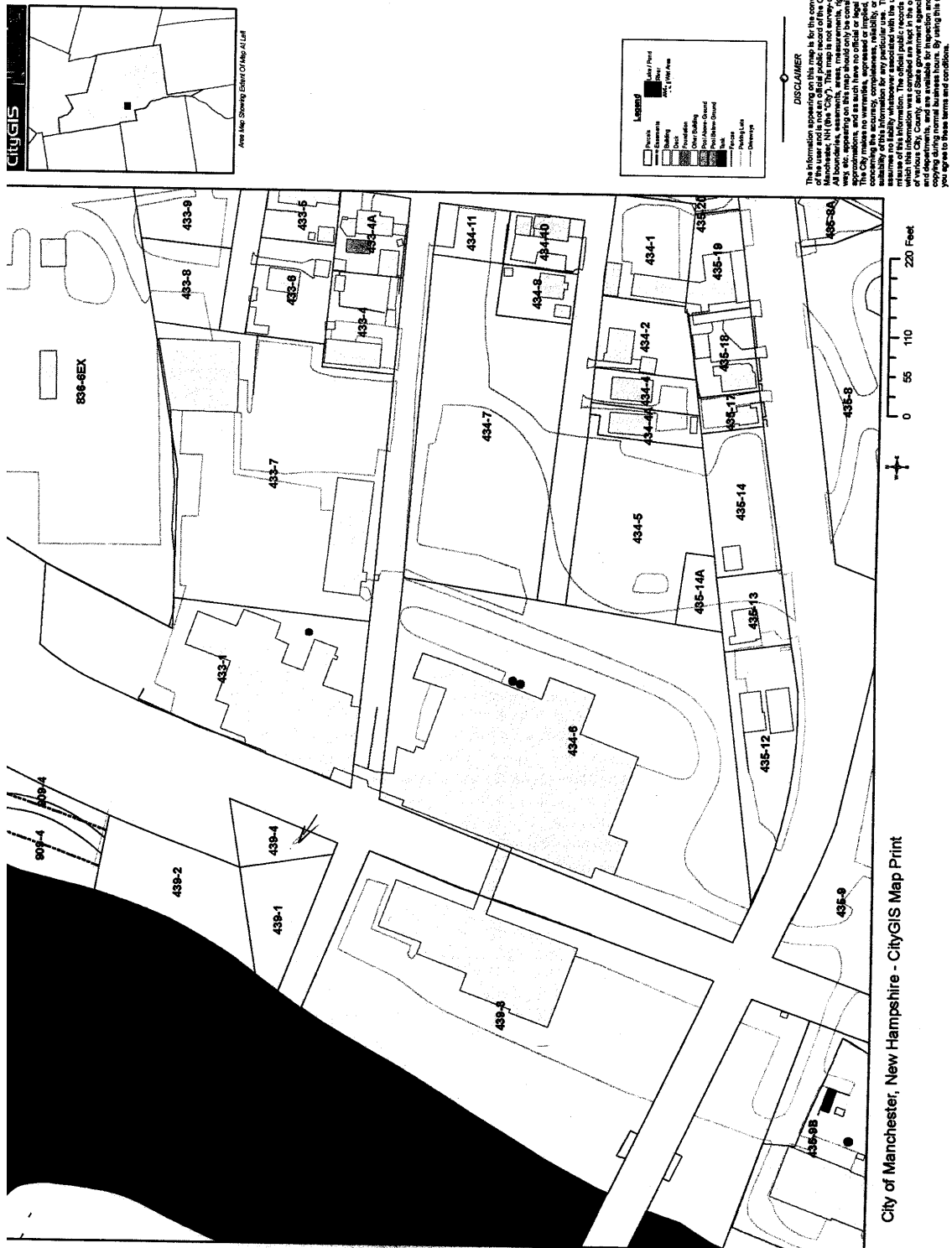
Dick Dunfey
Executive Director, MHRA

cc: William Craig, Esq.

198 Hanover Street, Manchester, New Hampshire 03104-6125
603 624-2100 FAX 603 624-2103 TDD 1 800-545-1833, ext. 590



Appendix D



Appendix E

5.10 TABLE OF PRINCIPAL USES

PRINCIPAL USES	Agriculture	Industry	Retail	Office	Education	Health	Recreation	Transportation	Utilities	Government	Other
1. Agriculture	1										
2. Industry		1									
3. Retail			1								
4. Office				1							
5. Education					1						
6. Health						1					
7. Recreation							1				
8. Transportation								1			
9. Utilities									1		
10. Government										1	
11. Other											1

PRINCIPAL USES P - Permitted - Not Permitted CU - Conditional Use by the Planning Board SE - Special Exception by the ZBA		RESIDENTIAL						BUSINESS				INDUSTRY/R&D MIXED USE				CIVIC		SUPPLEMENTARY	
		Suburban	One Family	One Family	Two Family	Suburban Multifamily	Urban Multifamily	Neighborhood	General	Central Business District	General Ind./Industrial Park	Research Park	Redevelopment	Amusement, Military and Mixed Use	Institutional	Hospital	Conservation	Supplementary Regulations Reference (refer to these sections of the Ordinance for specific standards applicable to the use)	
Use No.	R-S	R-1A	R-1B	R-2	R-SM	R-3	B-1	B-2	CBD	IND	RP	RDV	AMX	C-1	C-2	CV	Applicable to the use in any zoning district		
A. RESIDENTIAL																			
1	Single family detached dwelling	P	P	P	P	P	P	-	-	-	-	-	-	-	-	-		-	8.01
2	Single family attached (townhouse) dwellings (Rev. 11/5/03, 2/3/04)	-	-	-	-	P	P	-	P 2/04	-	-	P 11/03	-	P	-	-	-		
3	Manufactured housing park or subdivision	-	CU	CU	CU	-	CU	-	-	-	-	-	-	-	-	-	-	8.02, 8.03	
4	Open space residential development	CU	CU	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
5	Duplex or two-family dwellings (Rev. 11/5/03)	-	-	-	P	P	P	P	-	-	-	P 11/03	-	-	-	-	-		8.04, 8.05, 8.06
6	Multifamily dwellings (Rev. 11/5/03)	-	-	-	-	P	P	-	CU	-	-	P 11/03	CU	P	-	-	-		
7	Elderly housing and assisted living	-	-	-	-	P	P	-	CU	-	-	-	CU	-	-	-	-		
8	Dwellings in upper stories of building with commercial 1st floor	-	-	-	-	-	-	P	P	P	-	-	CU	-	-	-	-		
9	Boarding or rooming house	-	-	-	-	-	CU	-	-	-	-	-	-	-	-	-	-		
10	Congregate housing	-	-	-	-	CU	P	-	CU	CU	-	-	CU	P	P	-	-		
B. AGRICULTURAL																			
1	Agriculture as a gainful business except livestock	P	SE	-	-	-	-	-	-	SE	-	-	-	-	-	-	P	8.07	
2	Forestry, growth and harvesting of forest products	P	SE	-	-	-	-	-	-	SE	-	-	-	-	-	-	P		
3	Agriculture and livestock, except pig farms or rendering of livestock	P	-	-	-	-	-	-	-	-	-	-	-	-	-	-	P		8.08
4	Stables and equestrian centers	SE	-	-	-	-	-	-	-	SE	-	-	-	-	-	-	P		
5	Commercial kennel	-	-	-	-	-	-	CU	-	CU	-	CU	-	-	-	-	-	8.09	
6	Veterinary hospital	-	-	-	-	-	-	P	-	P	-	P	-	-	-	-	-		

PRINCIPAL USES P- Permitted - Not Permitted CU - Conditional Use by the Planning Board SE - Special Exception by the ZBA		RESIDENTIAL						BUSINESS				INDUSTRY/R&D				MIXED USE				CIVIC		SUPPLEMENTARY
		Suburban	One Family	One Family	Two Family	Suburban Multifamily	Urban Multifamily	Neighborhood	General	Central Business District	General Ind./Industrial Park	Research Park	Redevelopment	Amusement/Mixed Use	Institutional	Hospital	Conservation					
Use No.	Zoning District:	R-S	R-1A	R-1B	R-2	R-SM	R-3	B-1	B-2	CBD	IND	RP	RDV	AMX	C-1	C-2	CV	Applicable to the use in any zoning district				
C. COMMERCIAL CONSTRUCTION & EXCAVATION																						
1	Excavation of Earth Materials	CU	-	-	-	-	-	-	-	-	CU	-	-	-	-	-	-	-	8.10			
2	Building Contractor Yards	-	-	-	-	-	-	-	-	-	P	-	P	-	-	-	-	8.11				
D. 4. MANUFACTURING																						
1	Primary manufacturing industries	-	-	-	-	-	-	-	-	-	P	-	P	P	-	-	-	8.12, 8.13				
2	Other manufacturing, fabrication, and assembly industries	-	-	-	-	-	-	-	-	-	P	P	P	P	-	-	-	8.12, 8.13				
3	Materials research and testing laboratories	-	-	-	-	-	-	-	-	-	P	P	P	P	-	-	-	8.12, 8.13				
4	Wholesale bakery or food processing plant	-	-	-	-	-	-	-	-	-	P	CU	P	P	-	-	-	8.12, 8.13				
5	Printing and Publishing	-	-	-	-	-	-	-	P	P	P	P	P	P	-	-	-	8.12, 8.13				
6	Research & Development	-	-	-	-	-	-	-	-	P	P	P	P	P	-	-	-	7.09A				
7	Small scale assembly, fabrication and craftsmen businesses with no outside storage or machinery. (Rev. 6/9/03)	-	-	-	-	-	-	-	-	-	P	-	P	P	-	-	-	7.09A				
8	Artisans' Lofts including living and working facilities in the same unit for craftsmen and artisans. (Rev. 6/9/03)	-	-	-	-	-	-	-	-	-	-	-	-	P	-	-	-	7.09A				
E. TRANSPORTATION COMMUNICATION & UTILITIES																						
1	Taxi, bus, railroad passenger terminal	-	-	-	-	-	-	-	CU	P	P	P	-	P	-	-	-	-				
2	Limousine or taxi service (garage)	-	-	-	-	-	-	CU	P	P	P	P	-	P	-	-	-	-				
3	Warehousing or wholesale storage and distribution facilities	-	-	-	-	-	-	-	P	-	P	-	P	P	-	-	-	8.14				
4	Truck or rail terminal	-	-	-	-	-	-	-	-	-	P	-	P	-	-	-	-	-				

PRINCIPAL USES P - Permitted -- Not Permitted CU - Conditional Use by the Planning Board SE - Special Exception by the ZBA		RESIDENTIAL						BUSINESS			INDUSTRY/R&D				MIXED USE				CIVIC		SUPPLEMENTARY	
		Suburban	One Family	One Family	Two Family	Suburban Multi-Family	Urban Multi-Family	Neighborhood	General	Central Business District	General Ind./Industrial Park	Research Park	Redevelopment	Amusement/Military/Mixed Use	Institutional	Hospital	Conservation	Supplementary Regulations Reference (refer to these sections of the Ordinance for specific standards applicable to the use)				
Use No.	Zoning District	R-S	R-1A	R-1B	R-2	R-SM	R-3	B-1	B-2	CBD	IND	RP	RDV	AMX	C-1	C-2	CV	Applicable to the use in any zoning district				
5	Bulk fuel storage for distribution	-	-	-	-	-	-	-	-	-	CU	-	CU	-	-	-	-					
6	Airports, passenger terminals, air freight	-	-	-	-	-	-	-	-	-	P	-	-	-	-	-	-					
7	Telecommunications Towers (freestanding)	-	-	-	-	-	-	-	P	-	P	-	P	-	SE	-	-	8.15				
8	Telecommunications Antennas (on Existing structures)	-	-	-	-	-	-	-	P	P	P	P	P	-	P	P	-					
9	Radio/TV stations, offices, studios	-	-	-	-	-	-	-	P	P	P	P	P	P	P	-	-	8.16				
10	Telephone, telecommunication, & cable service operations and maintenance facilities	-	-	-	-	-	-	-	P	P	P	CU	P	CU	-	-	-					
11	Solid waste and resource recovery facilities	-	-	-	-	-	-	-	-	-	CU	-	CU	-	-	-	-	Subject to BMA approval				
12	Essential public services, utilities and appurtenances	P	SE	SE	SE	SE	SE	P	P	P	P	CU	P	P	SE	SE	SE					
F. RETAIL TRADE (except automotive and restaurant uses)																						
1	Building construction materials, nursery products, garden centers, manufactured housing, and similar retail uses with extensive outside storage of inventory	-	-	-	-	-	-	-	P	-	-	-	CU	-	-	-	-					
2	Furniture, and major appliance stores	-	-	-	-	-	-	-	P	P	-	-	P	P	-	-	-					
3	Convenience retail uses including grocery, delicatessen, drug store, and similar uses in establishments of UP TO 8,000 square feet	-	-	-	-	SE	CU	P	P	P	CU	-	P	P	-	CU	-					
4	Convenience retail uses including grocery, delicatessen, drug store, and similar uses in establishments GREATER THAN 8,000 square feet	-	-	-	-	-	SE	CU	P	P	CU	-	CU	CU	-	-	-					
5	Sales of general goods and merchandise within an establishment of UP TO 8,000 SQUARE FEET	-	-	-	-	-	-	CU	P	P	CU	-	P	P	-	CU	-					

PRINCIPAL USES P- Permitted -- Not Permitted CU - Conditional Use by the Planning Board SE - Special Exception by the ZBA		RESIDENTIAL					BUSINESS			INDUSTRIAL/R &			MIXED USE		CIVIC	SUPPLEMENTARY		
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H-2	MEDICAL SERVICES																	
1	Offices of health care practitioners and outpatient health care	-	-	-	-	-	-	P	P	P	-	CU	CU	P	CU	P	-	
2	Hospitals	-	-	-	-	-	-	-	-	-	-	-	-	-	CU	P	-	
3	Nursing homes, rehabilitation and convalescent centers providing 24-hour nursing care	CU	-	-	-	CU	CU	-	CU	-	-	-	CU	-	P	P	-	
4	Medical and dental laboratories	-	-	-	-	-	-	-	P	P	P	P	P	P	-	P	-	
5	Medical research & development	-	-	-	-	-	-	-	-	-	P	CU	P	P	-	P	-	
H-3 SERVICES-LODGING AND MEETING FACILITIES																		
1	Hotels and motels, and Extended Stay facilities	-	-	-	-	-	-	-	P	P	P	-	P	P	-	-	-	
2	Bed & Breakfast	-	-	-	SE	-	CU	CU	-	CU	-	-	-	-	-	-	-	
3	Conference, trade or convention center	-	-	-	-	-	-	-	P	P	P	CU	P	P	-	-	-	
H-4 SERVICES- PERFORMING ARTS, ENTERTAINMENT & AMUSEMENT																		
1	Theaters, cinemas, concert halls	-	-	-	-	-	-	-	P	P	-	-	P	P	-	-	-	
2	Amusement arcade, dance hall	-	-	-	-	-	-	-	P	P	-	-	-	SE	-	-	-	
3	Dance or music studios and schools	-	-	-	-	-	-	P	P	P	-	-	CU	P	-	-	-	
4	Bowling centers, billiard halls	-	-	-	-	-	-	-	P	P	-	-	CU	P	-	-	-	
5	Sexually oriented businesses	-	-	-	-	-	-	-	-	P	-	-	-	-	-	-	-	
6	Outdoor shooting range	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
7	Indoor shooting range	-	-	-	-	-	-	-	-	-	P	-	P	-	-	-	-	
8	Mini-golf	-	-	-	-	-	-	-	P	-	-	-	-	-	-	-	-	

PRINCIPAL USES P - Permitted - Not Permitted CU - Conditional Use by the Planning Board SE - Special Exception by the ZBA		RESIDENTIAL						BUSINESS				INDUSTRIAL/R&D				MIXED USE		CIVIC		SUPPLEMENTARY
		One Family	One Family	Two Family	Suburban Multifamily	Urban Multifamily	Neighborhood	General	Central Business District	General Ind./Industrial Park	Research Park	Redevelopment	Amusement/Military Mixed Use	Institutional	Hospital	Conservation				
Use No.	Zoning District:	R-S	R-1A	R-1B	R-2	R-SM	R-3	B-1	B-2	CBD	IND	RP	RDV	AMX	C-1	C-2	CV	Supplementary Regulations Reference (refer to these sections of the Ordinance for specific standards applicable to the use)		
H-5 SERVICES- RECREATION AND SPORTS FACILITIES																				
1	Competitive sports facility with spectator seating	-	-	-	-	-	-	-	CU	P	-	-	CU	CU	-	-	-		-	
2	Indoor health & fitness center, pool, gym or membership recreation center	-	-	-	-	-	CU	CU	P	P	P	P	P	P	-	CU	-		-	
3	Outdoor recreation facility, golf course, or membership sports club	P	SE	SE	CU	CU	CU	-	CU	-	-	-	-	-	-	-	-		-	
4	Campgrounds and youth camps	SE	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
H-6 SERVICES - PERSONAL, BUSINESS & REPAIR																				
1	Domestic laundry and cleaning services	-	-	-	-	-	CU	P	P	P	CU	CU	CU	P	-	-	-	-		
2	Photographic studios	-	-	-	-	-	-	P	P	P	-	-	-	P	-	-	-	-		
3	Beauty & barber shops, tailors, shoe repair and shoeshine parlors	-	-	-	-	-	CU	P	P	P	CU	CU	CU	P	-	-	-	-		
4	Watch, clock, jewelry, home furnishings and small appliance repair	-	-	-	-	-	SE	P	P	P	-	-	SE	P	-	-	-	-		
5	Photo labs, media and mailing services, copy centers, sign shops	-	-	-	-	-	-	P	P	P	P	CU	P	P	-	-	-	-		
6	Self-Service Storage Facility	-	-	-	-	-	-	-	P	-	P	-	P	CU	-	-	-	-		

PRINCIPAL USES P - Permitted - Not Permitted CU - Conditional Use by the Planning Board SE - Special Exception by the ZBA		RESIDENTIAL						BUSINESS			INDUSTRIAL/R&D			MIXED USE			CIVIC		SUPPLEMENTARY	
		Suburban	One Family	One Family	Two Family	Suburban Multifamily	Urban Multifamily	Neighborhood	General	Central Business District	General Ind./Industrial Park	Research Park	RDV	AMX	Redevelopment	Amusement/Mixed Use	Institutional	Hospital	Conservation	Supplementary Regulations Reference (refer to these sections of the Ordinance for specific standards applicable to the use)
Use No.	Zoning District:	R-S	R-1A	R-1B	R-2	R-SM	R-3	B-1	B-2	CBD	IND	RP	RDV	AMX	Redevelopment	Amusement/Mixed Use	Institutional	Hospital	Conservation	Supplementary Regulations Reference (refer to these sections of the Ordinance for specific standards applicable to the use)
H-6 SERVICES - PERSONAL, BUSINESS & REPAIR																				
7	Funeral parlors and crematories	-	-	-	-	-	SE	CU	P	-	-	-	P	-	P	-	SE	-	-	-
8	Industrial laundries, dyers, linen/uniform supply	-	-	-	-	-	-	-	-	P	P	-	P	-	P	P	-	-	-	-
9	Large appliance repair, furniture repair or upholstery shop	-	-	-	-	-	-	CU	P	-	CU	-	P	CU	P	CU	-	-	-	-
10	Equipment rental and leasing	-	-	-	-	-	-	-	P	-	CU	-	P	-	P	-	-	-	-	-
11	Business equipment repair and maintenance	-	-	-	-	-	-	P	P	P	-	-	CU	P	CU	P	-	-	-	-
12	Tattoo Parlors (Rev. 7/20/04)	-	-	-	-	-	-	-	P	P	-	-	-	-	-	-	-	-	-	8.06
I. MOTOR VEHICLE SALES, RENTAL AND RELATED SERVICES																				
1	Sale or rental of motor vehicles including autos and small trucks, motorcycles and snowmobiles including incidental repair and sale of parts	-	-	-	-	-	-	-	P	CU	-	-	P	-	P	-	-	-	-	8.17
2	Sales or rental of boats, trailers and motor homes and incidental sales of related equipment and repair services	-	-	-	-	-	-	-	P	-	-	-	P	-	P	-	-	-	-	8.17
3	Large truck or heavy equipment sales, rental or repair	-	-	-	-	-	-	-	CU	-	CU	-	P	-	P	-	-	-	-	8.17 Also: Not permitted within the IND areas outside of the I-293/I-93 beltway.
4	Automotive repair	-	-	-	-	-	-	-	P	-	CU	-	P	-	P	-	-	-	-	8.17 Also: Not permitted within the IND areas outside of the I-293/I-93 beltway.
5	Automotive service station	-	-	-	-	-	-	CU	P	CU	CU	-	P	-	P	-	-	-	-	8.17 Also: Not permitted within the IND areas outside of the I-293/I-93 beltway.

PRINCIPAL USES P - Permitted - Not Permitted CU - Conditional Use by the Planning Board SE - Special Exception by the ZBA		RESIDENTIAL						BUSINESS				INDUSTRIAL/R&D				MIXED USE				CIVIC		SUPPLEMENTARY	
		Suburban	One Family	One Family	Two Family	Suburban Multifamily	Urban Multifamily	Neighborhood	General	B-1	B-2	CBD	General Ind./Industrial Park	Research Park	RDV	AMX	C-1	C-2	Conservation	Supplementary Regulations Reference (refer to these sections of the Ordinance for specific standards applicable to the use)			
Zoning District:		R-S	R-1A	R-1B	R-2	R-SM	R-3	B-1	B-2	CBD	IND	RP											
I. MOTOR VEHICLE SALES, RENTAL AND RELATED SERVICES																							
6	Carwashes and car care centers including muffler shops, oil change, auto detailing and similar services	-	-	-	-	-	-	-	P	SE	CU	-	-	P	-	-	-	-	-	8.17 Also: Not permitted within the IND areas outside of the I-293/I-93 beltway.			
7	Commercial parking garage	-	-	-	-	-	CU	P	P	P	P	P	P	P	P	P	P	-	-				
8	Commercial surface parking lot	-	-	-	-	-	CU	P	P	CU	P	P	P	P	P	P	P	-	-	10.07H. Also: Not permitted within 1000' of the Civic Center site.			
J. INSTITUTIONAL (NON-MEDICAL)																							
1	Elementary or secondary school, including recreation facilities - PUBLIC	P	P	P	P	P	P	P	P	P	P	P	-	P	P	P	P	-	-				
2	Elementary or secondary school, including recreation facilities - PRIVATE	CU	CU	CU	CU	CU	CU	-	-	-	-	-	-	CU	P	P	CU	-	-				
3	Public or private college or university, including dormitories	CU	-	-	-	-	-	-	P	P	CU	CU	CU	P	P	P	CU	-	-				
4	Business and trade schools	-	-	-	-	-	-	-	P	P	CU	CU	CU	P	P	CU	-	-	-				
5	Cultural facilities, such as museums and libraries	CU	-	-	-	-	-	-	P	P	-	-	-	-	P	P	-	-	-				
6	Commercial child day care facilities	SE	SE	SE	SE	SE	SE	P	P	P	P	P	P	P	P	CU	CU	-	-				
7	Adult day care facilities	CU	CU	CU	CU	CU	CU	P	P	P	-	-	-	P	P	P	P	-	-				
8	Membership fraternal and social organizations & clubs	-	-	-	-	-	-	-	P	P	-	-	-	-	-	-	-	-	-				

PRINCIPAL USES P - Permitted - Not Permitted CU - Conditional Use by the Planning Board SE - Special Exception by the ZBA		RESIDENTIAL					BUSINESS			INDUSTRIAL/R&D		MIXED USE			CIVIC		SUPPLEMENTARY	
		Suburban	One Family	One Family	Two Family	Suburban Multi-Family	Urban Multi-Family	Neighborhood	General	Central Business District	General Ind./Industrial Park	Research Park	Redevelopment	Amoking Mall/Yard Mixed Use	Institutional	Hospital	Conservation	Supplementary Regulations Reference (refer to these sections of the Ordinance for specific standards applicable to the use)
Use No.	Zoning District:	R-S	R-1A	R-1B	R-2	R-SM	R-3	B-1	B-2	CBD	IND	RP	RDV	AMX	C-1	C-2	CV	Applicable to the use in any zoning district
J. INSTITUTIONAL (NON- MEDICAL)																		
9	Churches	P	CU	CU	CU	P	P	P	P	P	-	-	-	-	P	P	-	
10	Monasteries and convents	CU	CU	CU	CU	CU	CU	CU	CU	CU	-	-	CU	-	CU	-	-	
11	Cemeteries	P	CU	CU	CU	P	P	P	P	-	-	-	-	-	-	-	-	
11	Ambulance and emergency services	-	-	-	-	-	-	-	P	P	P	-	P	P	-	P	-	
12	Correctional institutions	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
13	Municipal Facilities	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	

ACCESSORY USES P - Permitted -- Not Permitted CU - Conditional Use by the Planning Board SE - Special Exception by the ZBA		RESIDENTIAL					BUSINESS			INDUSTRIAL/R&D			MIXED USE CIVIC				SUPPLEMENTARY	
		Suburban	One Family	One Family	Two Family	Suburban Multifamily	Urban Multifamily	Neighborhood	General	Central Business District	General Ind./Industrial Park	Research Park	Redevelopment	Amusement/Recreation Mixed Use	Institutional	Hospital	Conservation	Supplementary Regulations Reference (refer to these sections of the Ordinance for specific standards applicable to the use)
Use No.	Zoning District:	R-S	R-1A	R-1B	R-2	R-SM	R-3	B-1	B-2	CBD	IND	RP	RDV	AMX	C-1	C-2	CV	Applicable to the use in any zoning district
K. SERVING ANY PRINCIPAL USE																		
1	Accessory buildings and appurtenant structures such as private garage, tool shed, greenhouse, swimming pool, satellite dish	P	P	P	P	P	P	P	P	P	P	CU	P	P	P	P	-	* Subject to the provisions of Section 8.24.
2	Accessory storage of one trailer, one unregistered automobile or one boat	P	P	P	P	P	P	P	-	-	-	-	-	-	-	-	-	
3	Off-street parking and loading	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	-	
4	Signs	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	-	
5	Wall, fence or other screening	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	-	
L. SERVING A RESIDENTIAL PRINCIPAL USE																		
1	Accessory dwelling within a single family detached residence	SE	SE	SE	P	P	P	-	-	-	-	-	-	-	-	-	-	8.21
2	Professional office in a single family detached dwelling	-	-	-	-	SE	SE	P	-	-	-	-	-	P	SE	-	-	
3	Home Occupation	P	P	P	P	P	P	P	P	P	P	-	P	P	P	P	-	8.20
4	Accessory retail or consumer use in a multifamily dwelling	-	-	-	-	-	SE	-	-	-	-	-	-	-	-	-	-	
5	Child care within a single family detached dwelling unit - LESS THAN 6 CHILDREN	P	P	P	P	P	P	P	P	P	P	-	P	P	P	P	-	
6	Child care within a dwelling unit other than 6 above	SE	SE	SE	SE	SE	SE	SE	SE	SE	SE	-	SE	SE	SE	SE	-	

ACCESSORY USES P - Permitted - Not Permitted CU - Conditional Use by the Planning Board SE - Special Exception by the ZBA		RESIDENTIAL						BUSINESS		INDUSTRIAL/R&D		MIXED USE		CIVIC		SUPPLEMENTARY																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																								
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Use No.	Zoning District:	L. SERVING A RESIDENTIAL PRINCIPAL USE																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																						
7	Sale of farm, horticultural, or nursery products grown on site	SE	SE	-	-	SE	SE	P	P	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Article 6. Dimensional Regulations

TABLE OF DIMENSIONAL REGULATIONS										
Base District	Principal Use of the Lot	Minimum Lot Size (sq. ft.)	Minimum Lot Frontage (feet)	Minimum Setback Requirements			Maximum Lot Coverage (%)	Maximum Height		Max. Floor Area Ratio
				Front (feet)	Rear (feet)	Side (feet)		Height (feet)	Stories (#)	
RS	Any permitted use	40,000	150	50	100	30	15	35	2.5	0.1
R-1A	1-Family detached DU	12,500	100	25	30	20	40	35	2.5	0.3
	Other structure or principal use	25,000	200	25	30	40	60	35	2.5	0.5
R-1B	1-Family detached DU	7,500	75	20	30	10	50	35	2.5	0.5
	Other structure or principal use	15,000	150	20	30	20	70	35	2.5	0.5
R-2	1 & 2 Family DU	6,500	75	15	20	10	60	35	2.5	0.5
	Other structure or principal use	10,000	100	15	20	20	75	35	2.5	0.5
R-3	Residential, first 3 units (Rev. 4/6/04)	5,000	50	10	20	10	75	45 4/04	3	0.75
	Non-residential use	10,000	100	10	20	10	75	40	3	0.75
R-SM	Residential, first 3 units (Rev. 11/7/01)	7,500	75	20	30	10	60	45 11/01	3	0.5
	Non-residential use	15,000	150	20	30	20	70	45	3	0.5
C-1	Any permitted use	10,000	100	15	20	20	75	35	2.5	0.5
C-2	Any permitted use	10,000	100	15	15	15	75	120	10	3.0
CBD	Any permitted use	---	---	---	---	---	---	---	---	5.0
B-1	Any permitted use	---	---	10	15	---	85	40	3	0.5
B-2	Any permitted use	12,500	100	20	30	20	75	50	4	1.0
IND	Any permitted use	25,000	100	35	20	20	75	50	4	1.0
RDV	Any permitted use	10,000	100	---	---	---	85	50	4	2.0
AMX	Any permitted use	25,000	---	---	---	---	---	90	6	6.0
RP	Any permitted use	3 acres	300	100	50	50	75	50	4	0.5
CV	Any permitted use	---	---	---	---	---	---	---	---	---

TITLE L

WATER MANAGEMENT AND PROTECTION

CHAPTER 483-B

COMPREHENSIVE SHORELAND PROTECTION ACT

Section 483-B:1

483-B:1 Purpose. – The general court finds that:

I. The shorelands of the state are among its most valuable and fragile natural resources and their protection is essential to maintain the integrity of public waters.

I-a. A natural woodland buffer, consisting of trees and other vegetation located in areas adjoining public waters, functions to intercept surface runoff, wastewater, subsurface flow, and deeper groundwater flows from upland sources and to remove or minimize the effects of nutrients, sediment, organic matter, pesticides, and other pollutants and to moderate the temperature of the near-shore waters.

II. The public waters of New Hampshire are valuable resources held in trust by the state. The state has an interest in protecting those waters and has the jurisdiction to control the use of the public waters and the adjacent shoreland for the greatest public benefit.

III. There is great concern throughout the state relating to the utilization, protection, restoration and preservation of shorelands because of their effect on state waters.

IV. Under current law the potential exists for uncoordinated, unplanned and piecemeal development along the state's shorelines, which could result in significant negative impacts on the public waters of New Hampshire.

Source. 1991, 303:1. 2002, 263:1, eff. July 17, 2002.

Section 483-B:2

483-B:2 Minimum Standards Required. – To fulfill the state's role as trustee of its waters and to promote public health, safety, and the general welfare, the general court declares that the public interest requires the establishment of standards for the subdivision, use, and development of the shorelands of the state's public waters. The development standards provided in this chapter shall be the minimum standards necessary to protect the public waters of the state of New Hampshire. These standards shall serve to:

I. Further the maintenance of safe and healthful conditions.

II. Provide for the wise utilization of water and related land resources.

III. Prevent and control water pollution.

IV. Protect fish spawning grounds, aquatic life, and bird and other wildlife habitats.

V. Protect buildings and lands from flooding and accelerated erosion.

VI. Protect archaeological and historical resources.

VII. Protect commercial fishing and maritime industries.

VIII. Protect freshwater and coastal wetlands.

IX. Control building sites, placement of structures, and land uses.

X. Conserve shoreline cover and points of access to inland and coastal waters.

XI. Preserve the state's lakes, rivers, estuaries and coastal waters in their natural state.

XII. Promote wildlife habitat, scenic beauty, and scientific study.

XIII. Protect public use of waters, including recreation.

XIV. Conserve natural beauty and open spaces.

XV. Anticipate and respond to the impacts of development in shoreland areas.

XVI. Provide for economic development in proximity to waters.

Source. 1991, 303:1. 1992, 235:1, 2. 1994, 383:1, eff. July 1, 1994.

<http://www.gencourt.state.nh.us/ras/html/L/483-B/483-B-mrg.htm>

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Section 483-B:3**483-B:3 Consistency Required. –**

I. All state agencies shall perform their responsibilities in a manner consistent with the intent of this chapter. State and local permits for work within the protected shorelands shall be issued only when consistent with the policies of this chapter.

II. When the standards and practices established in this chapter conflict with other local or state laws and rules, the more stringent standard shall control.

III. All agricultural activities and operations in the state as defined in RSA 21:34-a and as governed by RSA 430, including the use of animal manure, lime, wood ash, irrigation, and the clearing of land for agricultural utilization, and other agricultural technologies, shall be exempt from the provisions of this chapter, provided such activities and operations are in conformance with the most recent best management practices determined by the United States Department of Agriculture Natural Resources Conservation Service, the United States Department of Agriculture Cooperative Extension Service and the department of agriculture, markets, and food. Persons carrying out such agricultural activities and operations in the protected shoreland shall work directly with the local representatives of the above agencies for their particular property.

Source. 1991, 303:1. 1992, 235:21. 1995, 130:8, eff. July 23, 1995; 206:2, eff. Aug. 11, 1995.

Section 483-B:4**483-B:4 Definitions. –** In this chapter:

I. "Abutter" means any person whose property is located in New Hampshire and adjoins or is directly across the street or stream from the land under consideration by the local land use board. For purposes of receiving testimony only, and not for purposes of notification, the term "abutter" shall include any person who is able to demonstrate that his land will be directly affected by the proposal under consideration.

II. "Accessory structure" means a structure, as defined in paragraph XXII of this section, on the same lot and customarily incidental and subordinate to the primary structure, as defined in paragraph XIV of this section; or a use, including but not limited to paths, driveways, patios, any other improved surface, pump houses, gazebos, woodsheds, garages, or other outbuildings.

III. "Basal area" means the cross sectional area of a tree measured at a height of 4 1/2 feet above the ground, usually expressed in square feet per acre for a stand of trees.

IV. "Commissioner" means the commissioner of the department of environmental services or designee.

V. "Department" means the department of environmental services.

VI. "Disturbed area" means an area in which natural vegetation is removed, exposing the underlying soil.

VII. "Ground cover" means any herbaceous plant which normally grows to a mature height of 4 feet or less.

VIII. "Lot of record" means a legally created parcel, the plat or description of which has been recorded at the registry of deeds for the county in which it is located.

IX. [Repealed.]

X. "Municipality" means a city, town, village district if specifically authorized to zone by the legislature, or county in respect to unincorporated towns or unorganized places or any combination thereof pursuant to RSA 53-A.

XI. "Natural woodland buffer" means a forested area consisting of various species of trees, saplings, shrubs, and ground covers in any combination and at any stage of growth.

XI-a. "Ordinary high water mark" means the line on the shore, running parallel to the main stem of the river, established by the fluctuations of water and indicated by physical characteristics such as a clear, natural line impressed on the immediate bank, shelving, changes in the character of soil, destruction of terrestrial vegetation, the presence of litter and debris, or other appropriate means that consider the characteristics of the surrounding areas. Where the ordinary high water mark is not easily discernable, the ordinary high water mark may be determined by the department of environmental services.

XII. "Person" means a corporation, company, association, society, firm, partnership or joint stock company, as well as an individual, a state, and any political subdivision of a state or any agency or instrumentality thereof.

XIII. "Primary building line" means a setback from the reference line.

XIV. "Primary structure" means a structure as defined in paragraph XXII of this section that is central to the

fundamental use of the property and is not accessory to the use of another structure on the same premises.

XV. "Protected shoreland" means, for natural, fresh water bodies without artificial impoundments, for artificially impounded fresh water bodies, and for coastal waters and rivers, all land located within 250 feet of the reference line of public waters.

XVI. "Public waters" shall include:

(a) All fresh water bodies listed in the official list of public waters published by the department pursuant to RSA 271:20, II, whether they are great ponds or artificial impoundments.

(b) Coastal waters, being all waters subject to the ebb and flow of the tide, including the Great Bay Estuary and the associated tidal rivers.

(c) Rivers, meaning all year-round flowing waters of fourth order or higher, as shown on the now current version of the U.S. Geological Survey 7 1/2" topographic maps. Stream order shall be determined using the Strahler method, whereby the highest year-round streams in a watershed are first order streams, their juncture yields second order streams, the juncture of second order streams yields third order streams, et seq. A listing of the streams of fourth order and higher shall be prepared and maintained by the office of energy and planning and delivered to the commissioner 30 days after the effective date of this act.

XVII. "Reference line" means:

(a) For natural fresh water bodies without artificial impoundments, the natural mean high water level as determined by the department of environmental services.

(b) For artificially impounded fresh water bodies with established flowage rights, the limit of the flowage rights, and for water bodies without established flowage rights, the waterline at full pond as determined by the elevation of the spillway crest.

(c) For coastal waters, the highest observable tide line, which means a line defining the furthest landward limit of tidal flow, not including storm events, which can be recognized by indicators such as the presence of a strand line of flotsam and debris, the landward margin of salt tolerant vegetation, or a physical barrier that blocks further flow of the tide.

(d) For rivers, the ordinary high water mark.

XVIII. "Removal or removed" means cut, sawed, pruned, girdled, felled, pushed over, buried, burned, killed, or otherwise destructively altered.

XVIII-a. "Repeat violation" means a violation that occurs within 3 years of notification by the department of a prior violation, as defined in RSA 483-B:18, I, whether on the same site or by the same person or entity on a second site. Each day of continuing violation after notification of that violation shall be considered a repeat violation.

XVIII-b. "Repair" means work conducted to restore an existing, legal structure by partial replacement of worn, broken, or unsound parts or to fix a specific defect, during which all of the exterior dimensions are intact and remain so during construction.

XVIII-c. "Replace in kind" means the substitution of a new structure for an existing legal structure, whether in total or in part, with no change in size, dimensions, footprint, interior square footage, and location, with the exception of changes resulting in an increase in the setback to public waters.

XVIII-d. "Replacement system" means a septic system that is not considered new construction under RSA 485-A:29-44 and rules adopted to implement it.

XIX. "Residential unit" means a structure, or portion thereof, providing complete and independent living facilities, including permanent facilities for living, sleeping, eating, cooking, and sanitation which are used in common by one or more persons.

XX. "Sapling" means any woody plant which normally grows to a mature height greater than 20 feet and has a diameter less than 6 inches at a point 4 1/2 feet above the ground.

XX-a. "Shoreland frontage" means the average of the distances of the actual natural shoreline footage and a straight line drawn between property lines.

XXI. "Shrub" means any multi-stemmed woody plant which normally grows to a mature height of less than 20 feet.

XXII. "Structure" means anything built for the support, shelter or enclosure of persons, animals, goods, or property of any kind, as well as anything constructed or erected with a fixed location on or in the ground, exclusive of fences.

XXIII. "Subdivision" means subdivision as defined in RSA 672:14.

XXIV. "Tree" means any woody plant which normally grows to a mature height greater than 20 feet and which has a diameter of 6 inches or more at a point 4 1/2 feet above the ground.

XXV. "Urbanization" means the concentrated development found in the sections of towns or cities where there has been an historic pattern of intensive building for commercial or industrial use, or mixed residential, commercial, and

industrial use.

XXVI. "Water dependent structure" means a structure that services and supports activities that require direct access to, or contact with the water, or both, as an operational necessity and that requires a permit under RSA 482-A, including but not limited to a dock, wharf, pier, breakwater, beach, boathouse, retaining wall, or launching ramp.

Source. 1991, 303:1. 1992, 235:3-7, 22. 1994, 383:2-5, 22, I. 1996, 17:1, 2, eff. June 14, 1996; 228:65, eff. July 1, 1996. 2002, 169:1, eff. Jan. 1, 2003; 263:2-7, eff. July 17, 2002. 2003, 319:9, eff. July 1, 2003. 2004, 257:44, eff. July 1, 2004.

Section 483-B:5

483-B:5 Enforcement by Commissioner; Duties; Woodland Buffer. –

I. The commissioner, with the advice and assistance of the office of energy and planning, department of resources and economic development and department of agriculture, markets, and food, shall enforce the provisions of this chapter.

II. The commissioner or his designee may, for cause, enter upon any land or parcel at any reasonable time to perform oversight and enforcement duties provided for in this chapter.

III. [Repealed.]

IV. To encourage coordination of state and local enforcement measures, the commissioner shall notify, at the time of issuance or filing, the local governing body of enforcement action undertaken by the state in respect to protected shoreland within the municipality by sending it copies of relevant administrative orders issued and pleadings filed.

V. The commissioner may issue an order to any person in violation of this chapter, of rules adopted under this chapter, or of any condition of a permit issued under this chapter.

Source. 1991, 303:1. 1992, 235:8, 9. 1994, 383:6, 22, II. 1995, 130:4, eff. July 23, 1995. 2003, 319:9, eff. July 1, 2003. 2004, 257:44, eff. July 1, 2004.

Section 483-B:6

483-B:6 Prior Approval; Permits. –

I. Within the protected shoreland, any person intending to:

(a) Engage in any earth excavation activity shall obtain all necessary local approvals in compliance with RSA 155-E.

(b) Construct a water-dependent structure, alter the bank, or construct or replenish a beach shall obtain approval and all necessary permits pursuant to RSA 482-A.

(c) Install a septic system as described in RSA 483-B:9, V(b)(1)-(3) shall obtain all permits pursuant to RSA 485-A:29.

(d) Conduct an activity resulting in a contiguous disturbed area exceeding 50,000 square feet shall obtain a permit pursuant to RSA 485-A:17.

(e) Subdivide land as described in RSA 483-B:9, V(d) and (e) shall obtain approval pursuant to RSA 485-A:29.

II. In applying for these approvals and permits, such persons shall demonstrate to the satisfaction of the department that the proposal meets or exceeds the development standards of this chapter. The department shall grant, deny, or attach reasonable conditions to a permit listed in subparagraphs I(a)-(e), to protect the public waters or the public health, safety or welfare. Such conditions shall be related to the purposes of this chapter.

Source. 1991, 303:1. 1992, 235:10. 1996, 17:3, eff. June 14, 1996. 2002, 263:8, eff. July 17, 2002.

Section 483-B:7

483-B:7 Reporting; On-Site Inspections; Local Participation. – The department may devise a system whereby municipal officials may voluntarily assist with the permitting process under RSA 483-B:6 and the subsequent enforcement of permit conditions, by performing certain reporting functions relative to on-site inspections. Utilization of such reports shall be at the department's discretion, but may, when appropriate, obviate the need for further on-site

review by department staff.

Source. 1991, 303:1. 1992, 235:23, eff. Jan. 1, 1993.

Section 483-B:8

483-B:8 Municipal Authority. –

I. Municipalities may adopt land use control ordinances relative to all protected shorelands which are more stringent than the minimum standards contained in this chapter.

II. Municipalities are encouraged to adopt land use control ordinances for the shorelands of water bodies and water courses other than public waters.

III. Municipalities in which protected shoreland is situated may enforce the provisions of this chapter by issuing cease and desist orders and by seeking injunctive relief or civil penalties as provided in RSA 483-B:18, III(a) and (b). Civil penalties and fines collected by the court shall be remitted within 14 days to the treasurer of the municipality prosecuting said violations, for the use of the municipality. Any municipality electing to enforce the provisions of this chapter shall send copies of any pleading to the attorney general at the time of filing. Municipalities bordering the same water body are encouraged to employ jointly a single code enforcement officer to monitor compliance.

IV. The authority granted to municipalities under this chapter shall not be interpreted to extend to RSA 430:28-48.

V. Municipalities bordering the same water body are encouraged to employ jointly a single code enforcement officer to monitor compliance.

Source. 1991, 303:1. 1992, 235:11, eff. Jan. 1, 1993.

Section 483-B:9

483-B:9 Minimum Shoreland Protection Standards. –

I. The standards in this section are designed to minimize shoreland disturbance so as to protect the public waters, while still accommodating reasonable levels of development in the protected shoreland. Development outside the protected shoreland shall conform to local zoning and local ordinances and shall not be subject to standards established in this chapter.

II. Within the protected shoreland the following restrictions shall apply:

(a) The establishment or expansion of salt storage yards, automobile junk yards, and solid or hazardous waste facilities shall be prohibited.

(b) Primary structures shall be set back behind the primary building line which is 50 feet from the reference line.

(c) A water dependent structure, meaning one which is a dock, wharf, pier, breakwater, or other similar structure, or any part thereof, built over, on, or in the waters of the state, shall be constructed only as approved by the department, pursuant to RSA 482-A.

(d) No fertilizer, except limestone, shall be used within 25 feet of the reference line of any property. Twenty-five feet beyond the reference line, low phosphate, slow release nitrogen fertilizer or limestone, may be used on lawns or areas with grass.

III. Public water supply facilities, including water supply intakes, pipes, water treatment facilities, pump stations, and disinfection stations shall be permitted by the commissioner as necessary, consistent with the purposes of this chapter and other state law. Private water supply facilities shall not require a permit.

IV. The placement and expansion of public water and sewage treatment facilities shall be permitted by the commissioner as necessary, consistent with the purposes of this chapter and other state law.

IV-a. Hydro electric facilities, including, but not limited to, dams, dikes, penstocks, and powerhouses, shall be recognized as water dependent, and shall be permitted by the commissioner as necessary, consistent with the purposes of this chapter and other state law.

IV-b. Public utility lines and associated structures and facilities shall be permitted by the commissioner as necessary, consistent with the purposes of this chapter and other state law.

IV-c. An existing solid waste facility which is located within 250 feet of the reference line of public waters under this chapter may continue to operate under an existing permit, provided it does not cause degradation to an area in excess of that area under permit.

IV-d. No solid waste facility shall place solid waste within 250 feet of the reference line of public waters under this chapter except as expressly permitted under RSA 483-B:9, IV-c. However, any solid waste facility may be allowed, subject to permitting conditions under RSA 149-M:9, to erect accessory structures and conduct other activities consistent with the operation of the facility within 250 feet of the reference line of public waters under this chapter, such as filling, grading and installing monitoring wells and other drainage structures as is consistent with its solid waste permit as issued by the department of environmental services. Under no circumstances shall the toe of any slope encroach within 150 feet of the reference line.

V. The following minimum standards shall apply to the protected shoreland provided that forest management not associated with shoreland development or land conversion, and conducted in compliance with RSA 227-J:9; forestry involving water supply reservoir watershed management; or agriculture conducted in accordance with best management practices; shall be exempt from the provisions of this chapter:

(a) NATURAL WOODLAND BUFFER.

(1) Where existing, a natural woodland buffer shall be maintained within 150 feet of the reference line. The purpose of this buffer shall be to protect the quality of public waters by minimizing erosion, preventing siltation and turbidity, stabilizing soils, preventing excess nutrient and chemical pollution, maintaining natural water temperatures, maintaining a healthy tree canopy and understory, preserving fish and wildlife habitat, and respecting the overall natural condition of the protected shoreland.

(2) Within the natural woodland buffer of the protected shoreland under conditions defined in RSA 483-B:9, V, all of the following prohibitions and limitations shall apply:

(A) Not more than a maximum of 50 percent of the basal area of trees, and a maximum of 50 percent of the total number of saplings shall be removed for any purpose in a 20-year period. A healthy, well-distributed stand of trees, saplings, shrubs, ground cover, and their living, undamaged root systems shall be left in place.

(B) Any person applying to the department for a septic system construction approval or alteration of terrain permit pursuant to RSA 485-A, or an excavating and dredging permit pursuant to RSA 482-A, within the protected shoreland shall include photographic documentation of the natural woodland buffer.

(C) Structures, as defined in RSA 483-B:4, XXII, within the natural woodland buffer shall be afforded an opening for building construction that shall be excluded when computing the percentage limitations under subparagraph (a)(2)(A).

(D) Dead, diseased, unsafe, or fallen trees, saplings, shrubs, or ground cover may be removed. Their removal shall not be used in computing the percentage limitations under subparagraph (a)(2)(A).

(E) Stumps and their root systems, which are located within 50 feet of the reference line, shall be left intact in the ground, unless removal is specifically approved by the department under RSA 482-A.

(F) Preservation of dead and living trees that provide dens and nesting places for wildlife is encouraged.

(G) Planting efforts that are beneficial to wildlife are encouraged.

(b) SEPTIC SYSTEMS.

(1) All new lots, including those in excess of 5 acres, created within the protected shoreland are subject to subdivision approval by the department of environmental services under RSA 485-A:29.

(2) The following conditions, based on the characteristics of the receiving soil as they relate to U.S. Department of Agriculture, Natural Resources Conservation Service drainage classes, shall dictate the setback requirements for all new leaching portions of new septic systems, as follows:

(A) Adjacent to ponds, lakes, estuaries, and the open ocean.

(i) Where the receiving soil downgradient of the leaching portions of a septic system is a porous sand and gravel material with a percolation rate equal to or faster than 2 minutes per inch, the setback shall be at least 125 feet from the reference line;

(ii) For soils with restrictive layers within 18 inches of the natural soil surface, the setback shall be at least 100 feet from the reference line; and

(iii) For all other soil conditions, the setback shall be at least 75 feet from the reference line.

(B) Adjacent to rivers the setback shall be no less than 75 feet.

(3) The placement of all septic tanks and leaching portions of septic systems for replacement systems shall comply with the requirements of subparagraph (b)(2), to the maximum extent feasible.

(c) EROSION AND SILTATION.

(1) All new structures, modifications to existing structures, and excavation or earth moving within protected shoreland shall be designed and constructed in accordance with rules adopted by the department under RSA 541-A for terrain alteration under RSA 485-A:17, to manage stormwater and control erosion and sediment, during and after

construction.

(2) New structures and all modifications to existing structures within the protected shoreland shall be designed and constructed to prevent the release of surface runoff across exposed mineral soils.

(3) A permit under RSA 485-A:17, I shall be required for improved, developed, or subdivided land whenever there is a contiguous disturbed area exceeding 50,000 square feet that is either partially or wholly within protected shoreland.

(d) MINIMUM LOTS AND RESIDENTIAL DEVELOPMENT. In the protected shoreland:

(1) The minimum size for new lots in areas dependent upon on-site septic systems shall be determined by soil type lot size determinations, as established by the department of environmental services under RSA 485-A and rules adopted to implement it.

(2) For projects in areas dependent upon on-site sewage and septic systems, the total number of residential units in the protected shoreland, whether built on individual lots or grouped as cluster or condominium development, shall not exceed:

(A) One unit per 150 feet of shoreland frontage; or

(B) For any lot that does not have direct frontage, one unit per 150 feet of lot width as measured parallel to the shoreland frontage that lies between the lot and the reference line.

(3) No lot dependent upon an on-site septic system, having frontage on public waters, shall be created with less than 150 feet of shoreland frontage.

(4) Lots in areas serviced by municipal sewers shall conform to municipal minimum lot standards, and shall not be subject to any shoreland frontage requirement, except as provided by municipal standards.

(5) Lots and residential units outside of the protected shoreland shall not be subject to this chapter.

(e) MINIMUM LOTS AND NON-RESIDENTIAL DEVELOPMENT. In the protected shoreland:

(1) The minimum size for new non-residential lots in areas dependent upon on-site septic systems shall be determined by soil type lot size determinations, as set forth under rules adopted under RSA 541-A.

(2) Non-residential development requiring on-site water, sewage, and septic systems shall not be constructed on lots less than 150 feet in width.

(3) Non-residential lots in areas serviced by municipal sewers shall conform to municipal minimum lot standards.

(4) Non-residential lots outside of the protected shoreland shall not be subject to this chapter.

(f) COMMON OWNERS AND RESIDENTIAL OR NON-RESIDENTIAL DEVELOPMENT. In the protected shoreland, waterfront parcels held in common by one or more owners of contiguous interior parcels may be developed, but only in a manner consistent with the provisions of this chapter. Care shall be taken for the adequate provision of parking, toilet facilities, and related support systems to minimize the project's impact on the public waters.

(g) The commissioner shall have the authority to grant variances from the minimum standards of this section. Such authority shall be exercised subject to the criteria which govern the grant of a variance by a zoning board of adjustment under RSA 674:33, I(b).

Source. 1991, 303:1. 1992, 235:12-18, 28, I. 1994, 383:7-14. 1995, 32:1; 206:2; 299:16. 1996, 17:4, 5, eff. June 14, 1996; 100:1, eff. May 15, 1996; 228:66, 108, eff. July 1, 1996; 251:22; 296:52, 53, eff. Aug. 9, 1996. 2002, 114:1, eff. July 2, 2002; 263:9, eff. July 17, 2002.

Section 483-B:10

483-B:10 Nonconforming Lots of Record. – Nonconforming, undeveloped lots of record that are located within the protected shoreland shall comply with the following restrictions, in addition to any local requirements:

I. Except when otherwise prohibited by law, present and successive owners of an individual undeveloped lot may construct a single family residential dwelling on it, notwithstanding the provisions of this chapter. Conditions may be imposed which, in the opinion of the commissioner, more nearly meet the intent of this chapter, while still accommodating the applicant's rights.

II. Building on nonconforming lots of record shall be limited to single family residential structures and related facilities, including, but not limited to, docks, piers, boathouses, boat loading ramps, walkways, and other water dependent structures, consistent with state law.

Source. 1991, 303:1. 1992, 235:19. 1994, 383:15, eff. July 1, 1994.

Section 483-B:11

483-B:11 Nonconforming Structures. –

I. Except as otherwise prohibited by law, nonconforming structures, erected prior to July 1, 1994, located within the protected shoreland may be repaired, renovated, or replaced in kind using modern technologies, provided the result is a functionally equivalent use. Such repair or replacement may alter the interior design or existing foundation, but no expansion of the existing footprint or outside dimensions shall be permitted. An expansion that increases the sewerage load to an on-site septic system, or changes or expands the use of a septic system or converts a structure to condominiums or any other project identified under RSA 485-A:29-44 and rules adopted to implement it shall require approval by the department. Between the primary building line and the reference line, no alteration shall extend the structure closer to the public water, except that the addition of a deck or open porch is permitted up to a maximum of 12 feet towards the reference line.

II. When reviewing requests for the redevelopment of sites that contain nonconforming structures erected prior to July 1, 1994, the commissioner shall review proposals which are more nearly conforming than the existing structures, and may waive some of the standards specified in RSA 483-B:9, so long as there is at least the same degree of protection provided to the public waters. For the purposes of this section, a proposal that is "more nearly conforming" means a proposal for significant changes to the location or size of existing structures that bring the structures into greater conformity, or a proposal for changes to other aspects of the property, including but not limited to stormwater management, wastewater treatment or traffic volume or flow, or both types of proposal which significantly improve wildlife habitat or resource protection.

Source. 1991, 303:1. 1992, 235:20. 1994, 383:16, 17. 1996, 17:6, eff. June 14, 1996. 2002, 263:10, eff. July 17, 2002.

Section 483-B:12

483-B:12 Shoreland Exemptions. –

I. The governing body of a municipality may, in its discretion, request the commissioner to exempt all or a portion of the protected shoreland within its boundaries from the provisions of this chapter if the governing body finds that special local urbanization conditions exist in the protected shoreland for which the exemption is sought.

II. If the governing body of a municipality requests such an exemption, it shall submit evidence of existing and historical patterns of building and development in the protected shoreland. Such evidence shall address:

- (a) Current and past building density.
- (b) Commercial or industrial uses.
- (c) Municipal or other public utilities.
- (d) Current municipal land use regulations which affect the protected shoreland.
- (e) Any other information which the commissioner may reasonably require.

III. With the advice of the office of energy and planning, the commissioner shall approve or deny the request for an exemption and shall issue written findings in support of his decision. A request for an exemption shall be approved only if the municipality demonstrates, using the evidence required under paragraph II, that special conditions of urbanization exist along the portion of shoreland to be exempted.

IV. The Pease development authority, division of ports and harbors may request an exemption under this section for all or a portion of any land purchased, leased, or otherwise acquired by it pursuant to RSA 12-G:39.

Source. 1991, 303:1. 2001, 290:15, eff. July 1, 2001. 2003, 319:9, eff. July 1, 2003. 2004, 257:44, eff. July 1, 2004.

Section 483-B:13

483-B:13 Public Hearing and Notice to Abutter. – [Repealed 1992, 235:28, II, eff. Jan. 1, 1993.]

Section 483-B:14

483-B:14 Rehearings and Appeals. – Where the requirements of this chapter amend the existing statutory authority of the department or other agencies relative to certain established regulatory programs and shall be enforced under these established regulatory programs, the existing procedures governing contested cases and hearings and appeals regarding these requirements shall apply. Where requirements of this chapter are new and do not amend existing statutory authority relative to any established regulatory programs, the procedures set forth in RSA 541-A:31 for contested cases shall apply.

Source. 1991, 303:1. 1992, 235:24. 1994, 412:51, eff. Aug. 9, 1994.

Section 483-B:15

483-B:15 Gifts, Grants and Donations. – The department is authorized to solicit, receive, and expend any gifts, grants, or donations made for the purposes of this chapter. Gifts of land or easements shall be assigned to the department of resources and economic development for management or assignment to another state agency or other public body, as appropriate.

Source. 1991, 303:1.

Section 483-B:16

483-B:16 Assistance to Municipalities; Office of State Planning and Energy Programs. – The office of energy and planning may assist municipalities with the implementation of local ordinances under this chapter, upon the request of an individual municipality.

Source. 1991, 303:1. 2003, 319:9, eff. July 1, 2003. 2004, 257:44, eff. July 1, 2004.

Section 483-B:17

- 483-B:17 Rulemaking.** – The commissioner shall adopt rules, pursuant to RSA 541-A, relative to:
- I. The content and structure of all forms, applications and permits to be received or issued by the department under this chapter, including information and other materials to be submitted by an applicant.
 - II. Procedures for filing and review of requests for urbanized shoreland exemptions and standards for granting urbanized shoreland exemptions, including time frames for decisions.
 - III. Enforcement of the minimum shoreland standards, including methods and timing of inspection and coordination with municipalities.
 - IV. Procedures and criteria for the placement of small accessory structures such as storage sheds and gazebos, the size, placement, and construction of which is consistent with the intent of this chapter, between the reference line and the primary building line.
 - V. Criteria governing the assessment of administrative fines.
 - VI. Criteria governing low phosphate, slow release nitrogen fertilizer.
 - VII. Criteria governing maintaining a healthy, well-distributed stand of trees, saplings, shrubs, and ground covers.
 - VIII. A methodology for identifying unsafe trees.
 - IX. Defining the opening for building construction.
 - X. Definitions of terms not defined in this chapter.

Source. 1991, 303:1. 1992, 235:25. 1994, 383:18. 1996, 100:2, eff. May 15, 1996. 2002, 263:11, eff. July 17, 2002.

Section 483-B:18

483-B:18 Penalties. –

- I. The following shall constitute a violation of this chapter:
 - (a) Failure to comply with the provisions of this chapter.

(b) Failure to obey an order of the commissioner or a municipality issued relative to activities regulated or prohibited by this chapter.

(c) Misrepresentation by any person of a material fact made in connection with any activity regulated or prohibited by this chapter.

II. Any person who violates this chapter and any person who purchases land affected by a violation of this chapter who knew or had reason to know of the violation shall be liable for remediation or restoration of the land affected.

III. Persons violating the provisions of this chapter shall be subject to the following:

(a) Upon petition of the attorney general or of the municipality in which the violation occurred, the superior court may levy upon any person violating this chapter a civil penalty in an amount not to exceed \$20,000 for each day of each continuing violation. The superior court shall have jurisdiction to restrain a continuing violation of this chapter, and to require remediation.

(b) Any person who knowingly violates any provision of this chapter, or any rule adopted or order issued under this chapter or any condition of any permit issued under this chapter shall be guilty of a misdemeanor if a natural person, or guilty of a felony if any other person, and, notwithstanding RSA 651:2, may in addition to any sentence of imprisonment, probation or conditional discharge, be fined not more than \$20,000 for each violation if found guilty pursuant to this section. Each day of violation shall constitute a separate offense.

(c) The commissioner, after notice and hearing pursuant to RSA 541-A, shall impose an administrative fine of up to \$5,000 for each offense upon any person who violates this chapter. Rehearings and appeals relating to such fines shall be governed by RSA 541. Imposition of an administrative fine under this section shall not preclude the imposition of further civil or criminal penalties under this chapter.

(d) Notwithstanding the \$5000 fine limit in subparagraph (c), the administrative fine for each repeat violation of this chapter may be multiplied by a factor of 2 for every previous violation committed by the person or entity.

Source. 1991, 303:1. 1994, 383:19, eff. July 1, 1994. 2002, 169:2, eff. Jan. 1, 2003.

Section 483-B:19

483-B:19 Applicability. –

I. Subject to paragraph II, the provisions of this chapter shall not apply to any applicant whose land is in a municipality that has adopted a shoreland protection ordinance under RSA 674:16, the provisions of which are at least as stringent as similar provisions in this chapter. The director of the office of energy and planning shall certify to the commissioner that the provisions of a local ordinance are at least as stringent as similar provisions in this chapter.

II. If a municipality has a local ordinance that does not contain a counterpart to all of the provisions of this chapter, the more stringent provisions shall apply.

Source. 1991, 303:1. 1992, 235:26. 1994, 383:20, eff. July 1, 1994. 2002, 263:12, eff. July 17, 2002. 2003, 319:9, eff. July 1, 2003. 2004, 257:44, eff. July 1, 2004.

Section 483-B:20

483-B:20 Designated Rivers. – The provisions of this chapter shall not apply to rivers or river segments designated by the general court and approved for management and protection under RSA 483 prior to January 1, 1993 with the exception of the Connecticut River.

Source. 1994, 383:21, eff. July 1, 1994. 2002, 114:3, eff. July 2, 2002.

Appendix F

EXECUTIVE SUMMARY

Haley & Aldrich, Inc. has performed a Phase I Environmental Site Assessment (Phase I) of the Jac-Pac/Tyson Foods property (Site) in the City of Manchester, New Hampshire for the Manchester Housing and Redevelopment Authority (MHRA). The scope of work is described and conditioned by our proposal dated 2 September 2004 (Appendix A). As indicated in our proposal, this Phase I was performed in conformance with the scope and limitations of the ASTM E 1527-00 Standard. Exceptions to, or deletions from, this practice are described in Section 1 of this report. Our conclusions are intended to help the user evaluate the "business environmental risk" associated with the site, as defined in the ASTM E 1527-00 Standard and discussed in the Introduction section of this report.

The subject Site is located at 163 Hancock Street in Manchester, New Hampshire. The property consists of approximately 17 acres on several lots which contain three large and several small structures. The Site is in a commercial area of Manchester south of downtown. The Site is abutted by numerous commercial businesses to the south, the Manchester Transit Authority to the north and primarily by residential properties to the east. The Site is bordered by the Merrimack River along the western property boundary. The Site is located on both the east and west sides of property containing railroad tracks operated by Boston & Maine Railroad. The Site was most recently used for the Jac-Pac/Tyson Foods meat processing plant which closed in February 2004. Historical use of the property involved primarily meat processing, including a slaughterhouse, and also included a brewery. A gasoline station was previously operated on the southeast portion of the Site.

RECOGNIZED ENVIRONMENTAL CONDITIONS

The goal of the ASTM E 1527-00 Standard practice is to identify Recognized Environmental Conditions (RECs), as defined in the Standard and in Section 1 of this report. This assessment has revealed evidence of four RECs that are described below.

The ASTM E 1527-00 Standard requires an opinion of the potential impacts of REC(s) identified on a site during a Phase I. Our opinion is rendered with respect to an REC's potential (high, medium, or low) to require remedial response based on prevailing agency requirements and on our understanding of Manchester Housing and Redevelopment Authority's intended use for this property. MHRA intends to make the property available for redevelopment for various uses. Our opinion is limited by the conditions prevailing at the time our work was performed and the applicable regulatory requirements in effect.

Our opinion of the potential impacts of REC(s) identified in this Phase I is as follows:

REC #1: Petroleum Releases, Underground Storage Tanks, Chlorinated Solvent Impacts;
Lot 1 -Tyson Foods/Former Jac Pac Facility property

Potential Impact: High

Explanation: Lot 1 is the portion of the Former Jac Pac/Tyson Foods property which houses the 'Cook Building' and the Office Building (Figure 2) and is part of the subject Site of this Phase I. This lot is currently undergoing response actions required by the New Hampshire Department of Environmental Services (NHDES) and is referenced as NHDES site number 199904017. The paved lot east of the Cook Building currently contains five closed-in-place underground storage tanks (UST) and once contained two additional USTs which were

removed in 1998. Two 4,000-gallon heating oil, one 15,000-gallon heating oil (last product listed as No. 6 fuel), and one 2,000-gallon gasoline UST installed in approximately 1962 were filled in-place in 1987. One 1,000-gallon gasoline installed circa 1962 was filled in-place in 1994. One 10,000-gallon diesel fuel and one 1,000-gallon heating oil tank were removed in 1998. UST locations are shown approximately on Figure 3. Lot 1 has been investigated by others including installation of groundwater monitoring wells beginning in approximately 1999. A Groundwater Management Permit (GMP) Application was submitted in May 2004 to NHDES in response to compounds detected at concentrations greater than Ambient Groundwater Quality Standards (AGQS) in groundwater samples collected from existing groundwater monitoring wells in the vicinity of the former USTs. Compounds detected in excess of AGQS include the volatile organic compounds (VOCs) naphthalene, alkylbenzenes, and methyl t-butyl ether (MTBE), which are associated with gasoline and other petroleum products. Light non-aqueous phase liquid (LNAPL) and separate phase product (possibly weathered No. 6 fuel oil) have also been observed in three monitoring wells near the former and filled in-place USTs. In addition, the chlorinated VOCs tetrachloroethene (PCE) and trichloroethene (TCE) have been detected in excess of AGQS in groundwater samples from a monitoring well in the UST area. A workscope was submitted to the NHDES in June 2004 which provided specifications for the excavation of approximately 420 cubic yards of soil (630 tons) from two locations in Lot 1 where LNAPL and separate phase product have been observed in monitoring wells. The proposed excavation activities had not been completed at the time of this Phase I. The presence of LNAPL and separate phase product on Site, and the potential for a residual contamination source will require continued response actions in accordance with state environmental regulations.

REC #2: Petroleum Releases and Underground Storage Tanks; 201-209 Queen City Ave. -
Former Agway Property/Farmstand

Potential Impact: High

Explanation: The two lots located on Queen City Ave. (Tax Map 435 Lots 13/14) are part of the subject Site of this Phase I. These lots are currently referenced by NHDES by number 199906017. These two lots were acquired by Jac Pac Foods, Ltd in approximately 1989 and contained the former Agway gas station and a vegetable produce stand. Three 6,250-gallon gasoline USTs were operated by the former Agway gas station at this site and were reportedly removed in May 1985. Former UST locations are shown approximately on Figure 4. Various investigations conducted at these properties have revealed concentrations of VOCs in groundwater samples collected from monitoring wells downgradient from the former Agway USTs which exceed AGQS. In 2003, alkylbenzenes, benzene, and ethylbenzene were detected in excess of AGQS in groundwater samples collected from overburden monitoring wells; naphthalene was detected in a sample from a bedrock monitoring well also located downgradient from the former USTs. A GMP Application was submitted to NHDES in July 2004 in response to these elevated contaminate concentrations. Continued response actions on these lots will be required in accordance with state environmental regulations.

REC #3: Petroleum Releases, USTs, Chlorinated Solvent Impacts; City of Manchester
Transit Authority

Potential Impact: High

Explanation: The Manchester Transit Authority (MTA) abuts the Site to the north-northeast and is currently referenced by the NHDES site number 199712026. The MTA property has had four USTs removed since 1992 and currently operates one 20,000-gallon diesel fuel UST and one 20,000-gallon gasoline UST. A 1,500-gallon waste oil UST was removed in November 1992 and was reported as "rusted and pitted" in a report prepared by Gemini

Geotechnical Associates, Inc. (Gemini) in December 1992. A subsequent investigation conducted by Gemini in March 1993 reported no violations of NHDES standards in soil or groundwater samples collected from the vicinity of the former UST. In August/September 1997 Jaworski Geotech, Inc. (Jaworski) reported the removal of a 6,000-gallon motor oil UST, a 20,000-gallon gasoline UST, and a 20,000-gallon diesel fuel UST. A site investigation by Jaworski in May 1998 documented the installation of four groundwater monitoring wells in the vicinity of these former USTs in which concentrations of benzene, total alkylbenzenes, naphthalene, and MTBE were detected in excess of AGQS. In addition, PCE was detected in excess of AGQS in a groundwater sample collected from a monitoring well located south of the existing MTA maintenance garage. The MTA is currently operating under a GMP (GWP-199712026-M-001) issued for the site in November 2001. In August 2004, Jaworski submitted a letter on behalf of MTA to the NHDES Hazardous Waste Remediation Bureau which outlined the proposed installation of additional groundwater monitoring wells to further delineate the PCE impacts to groundwater on the MTA property. The orientation of the MTA property relative to the Former Jac Pac Site is generally upgradient and/or cross-gradient and thus represents a potential source of impacts to the subsurface on the Jac Pac Site.

REC #4: Petroleum Impacts and USTs - 229 Queen City Avenue, Queen City Sunoco
Potential Impact: Medium

Explanation: The Sunoco property abuts the Jac Pac Site to the south and is currently referenced by the NHDES site number 199008047. According to NHDES records, seven USTs were removed from the Sunoco property in June and July 1990. Three 4,000-gallon gasoline USTs, one 4,000-gallon and one 10,000-gallon kerosene UST, one 4,000-gallon and one 10,000-gallon diesel UST were removed from the Sunoco station in 1990. No information regarding spills, releases or violations was discovered relating to these former USTs. NHDES records also indicate the installation of five new 10,000-gallon USTs on the Queen City Sunoco property in July 1990 which included three gasoline USTs, one kerosene UST, and one diesel UST. To date, there has not been an incident reported to NHDES related to the Queen City Sunoco property and the five USTs currently installed. The Sunoco is presently not in operation. However, the close proximity of the Sunoco and the potential for a release represent a REC relative to portions of the Jac Pac Site located downgradient from the Sunoco station.

HISTORICAL RECs AND KNOWN OR SUSPECT ENVIRONMENTAL CONDITIONS

The ASTM E 1527-00 Standard also requires that historical RECs (HRECs) and other known or suspect environmental conditions, as defined in the Standard and in Section 1 of this report, are identified in the Phase I. The following HREC and suspect environmental conditions were identified during this Phase I:

HREC #1: USTs - 117 Queen City Ave, 7-Eleven Gas Station

Potential Impact: Medium

Explanation: The 7-Eleven, located at 117 Queen City Ave., is approximately 500 feet east of the former Agway Gas station on the Jac Pac property. The 7-Eleven, formerly known as Essex Energy, is located upgradient or crossgradient from the Agway Gas property. This site currently operates two USTs registered with the NHDES in February 2001. Historically, seven USTs were operated on the 7-Eleven property. Five 10,000-gallon and two 6,670-gallon gasoline USTs were registered with the NHDES. The two 6,670-gallon USTs were closed in 1984. However, as reported in a GeoInsight, Inc. October 2000 Level I Site

Investigation relative to the Jac Pac Site, several non-compliance issues were recognized pertaining to the remaining five 10,000-gallon USTs. In August 1992, NHDES issued a letter of non-compliance stating that tank tightness testing is required for all USTs without secondary containment and leak monitoring devices. In a letter dated 22 July 1994 NHDES detailed several compliance deficiencies observed during an on-site inspection which included inventory control records, overfill/spill devices, and release detection devices. The five 10,000-gallon USTs were temporarily closed in 1994 but did not meet state regulations which require USTs to be permanently closed within one year of temporary closure. Cyr Oil Corporation (Cyr), the former owner of the facility/property, was issued a letter by NHDES which requested notification of Cyr's intent to comply with this regulation by 26 March 1996. NHDES records indicate permanent closure of these five 10,000-gallon USTs in December 1998. Groundwater samples were collected from three on-site monitoring wells as part of an environmental assessment in 1998. Benzene and toluene were detected in a groundwater sample from one monitoring well at a concentration greater than AGQS. In February 2001 two new USTs were installed on the 7-Eleven property; however no violations relative to the new USTs were discovered during this Phase I. The previous detection of evidence of a release of petroleum at a potentially upgradient property is considered an HREC relative to the Jac Pac Site.

Suspect Environmental Condition #1: Evidence of Filling at the Site

Based on our observations, portions of the Site appear to have been filled to create level or consistently sloped surfaces for paving for parking lots and roads and for building construction. Based on our experience in the City of Manchester and other urban areas, soil used for fill may consist of "urban fill", which is typically impacted by low to moderate levels of contaminants resulting from a long history of industrial or commercial uses. If present, urban fill may not require regulatory action with respect to remediation; however, urban fill may require special management or disposal during site redevelopment. The presence of urban fill often results in the need to establish activity and use restrictions on a property.

Suspect Environmental Condition #2: Floor Drains

Although available information indicates that floor drains discharge to the municipal sewer system, the presence of floor drains is considered a suspect environmental condition due to the long history of industrial use of the Site. If floor drains that do not discharge to the sewer currently exist or existed in the past, then the potential existed for discharge of oil or hazardous materials to the subsurface via the floor drains.

SUMMARY

In summary, four RECs, one HREC and two suspect environmental conditions were identified during this assessment. We recommend completion of a Phase II subsurface exploration and chemical testing program to further assess the potential impact of the RECs and suspect environmental conditions on the subject Site.

The remainder of this report contains additional information regarding the Phase I work performed, the resulting findings summarized above, and limitations associated with this report.

EXECUTIVE SUMMARY

On behalf of MHRA-I, Inc., Haley & Aldrich, Inc. performed a Phase II Environmental Site Assessment (Phase II) at the former Jac Pac Foods, Ltd. (Jac Pac) facility (Site) located in Manchester, New Hampshire. The Phase II was performed to investigate several Recognized Environmental Conditions (RECs) as defined by the ASTM E 1527-00 Standard revealed during an October 2004 Phase I Environmental Site Assessment (Phase I) of the Site. The principal purposes of the Phase II were to further investigate groundwater quality at the Site, both in locations of previous investigations and also in uninvestigated locations, and to investigate the Site for the potential presence of impacted soil, such as urban fill, that could affect redevelopment of the property. In addition, our scope of services included a preliminary survey of Site buildings by RPF Associates, Inc. (RPF) to identify potential hazardous building materials, including asbestos containing building materials (ACBMs), lead-based paint (LBP), fluorescent light fixtures and PCB-containing light ballasts, and mercury-containing materials (e.g., light switches and thermostats).

The Jac Pac Site covers approximately 17 acres on several lots located adjacent to Queen City Avenue and the east bank of the Merrimack River in Manchester. The Site has a long history of industrial use that dates to the late 19th century. Activities at the Site have primarily involved meat processing; however, a former gasoline station also occupies a portion of the Site. The principal RECs identified during the Phase I are related to former underground storage tanks (USTs) used in operation of the former Jac Pac facility and the former Agway gasoline station property that was acquired by Jac Pac. USTs at the Site were either closed in place or closed by removal. Impacts to groundwater by petroleum-related volatile organic compounds (VOCs) (e.g., naphthalene, alkylbenzenes, and methyl t-butyl ether (MTBE)) resulting from releases from former USTs were reported by others in investigations conducted prior to the October 2004 Phase I. Light non-aqueous phase liquid (LNAPL) and separate phase product (possibly weathered No. 6 fuel oil) had also been reported in monitoring wells near the removed and closed-in-place USTs. In addition, the chlorinated VOCs tetrachloroethene (PCE) and trichloroethene (TCE) have been detected in excess of Ambient Groundwater Quality Standards (AGQS) in samples from a monitoring well in the general area of the USTs and at a monitoring well that may be affected by an off-site source.

Information obtained during the Phase II indicates that the New Hampshire Department of Environmental Services (NHDES) has issued Groundwater Management Permits (GMPs) for both the petroleum impacts associated with USTs related to Jac Pac operations and for the portion of the Site formerly occupied by the Agway gasoline station. GMPs establish groundwater monitoring programs that are conducted until groundwater quality attains compliance with AGQS. GMPs are effective for five-year periods and require renewal until compliance with AGQS is demonstrated. GMPs can be transferred with property ownership. Impacts to groundwater detected to date are not at concentrations that would be expected to significantly affect redevelopment of the Site; however, provisions for management of contaminated groundwater would be required if excavation dewatering is necessary during construction, and continued monitoring of groundwater quality in accordance with the GMPs would be required.

Observations made during a Site visit indicated that removal of petroleum impacted soil and closed-in-place USTs, if feasible, that was proposed by the Site owner was performed by others in October 2004. A report regarding this work was not available at the time of this Phase II. NHDES records indicate that costs for remedial actions and groundwater monitoring related to releases from USTs at the Site are eligible for reimbursement from State

Petroleum Reimbursement Funds. It is anticipated that costs for future monitoring and remediation, if any, related to petroleum impacts would also be eligible for reimbursement from these funds. Eligibility for reimbursement from the State Petroleum Funds can be transferred with a transfer in ownership of a property.

The Phase II included nine test borings with five installed groundwater monitoring wells (MW-101 to MW-105). Soil samples from the test borings and groundwater samples from new and existing monitoring wells were submitted for chemical analysis. Soil samples from explorations at locations other than areas of previous investigation were submitted for analysis for VOCs, polynuclear aromatic hydrocarbons (PAHs), total petroleum hydrocarbons (TPH) and RCRA 8 metals. No constituents were detected in the soil samples at concentrations greater than NH Method 1 S-1 soil standards included in the NHDES *Contaminated Sites Risk Characterization and Management Policy* (RCMP). The limited testing program conducted for the Phase II did not identify impacts to soil, other than impacts by petroleum that were previously identified by others, that would require special management during Site redevelopment or the establishment of Activity and Use Restrictions (AURs) relative to future Site uses. However, given the long history of industrial use of the Site, additional soil analyses are recommended for planning for materials management in advance of excavation for future Site development.

Analytical results for groundwater samples obtained during this Phase II from monitoring wells installed by others for previous investigations of petroleum releases were generally consistent with results reported by others. Petroleum-related VOCs were reported in groundwater samples at concentrations greater than AGQS, but at levels within the range of previously reported concentrations, with the exception of MTBE, which was detected at concentrations greater than previously reported at three monitoring wells (MW1, MW2 and GEO1). Groundwater quality in the general area of these monitoring wells may improve following the recent removal of petroleum impacted soil.

Groundwater impacts that appear to be unrelated to the previously detected on-Site petroleum releases were detected in a groundwater sample from MW-101. MW101 is located within a former containment berm for a former petroleum (diesel fuel) aboveground storage tank located on the upgradient portion of the Site. MTBE and benzene, which are typically related to petroleum, and trichloroethene (TCE), a chlorinated solvent, were detected at concentrations greater than AGQS in the groundwater sample from MW101. The detection of MTBE and PCE suggests that the source of the impacts is not likely to be diesel fuel and may indicate impacts from off-site sources. Elevated MTBE concentrations and other impacts detected at the previously installed monitoring wells described above, which are generally downgradient from MW101, may also reflect off-site impacts. Although possibly related to off-site sources, reporting of impacts in excess of AGQS to NHDES is required by Env-Wm 1403 (Groundwater Management and Groundwater Release Detection Permits) and Env-Wm 1600 (Standards for Reporting and Remediation of Oil Discharges). The property owner should be notified of the detection of VOCs in excess of AGQS detected at MW101 so that the owner can report the results in accordance with its requirements under the recently issued GMP for the Jac Pac Site. Additional groundwater monitoring at MW101 is recommended to investigate the persistence of VOCs at this location. The concentrations of MTBE (540 ug/L), benzene (7 ug/L) and TCE (11 ug/L) detected at MW101 suggest that remedial actions other than further monitoring are not likely to be required.

Arsenic (dissolved) was detected at concentrations greater than the RCMP Method 1 GW-1 standard (10 ug/L) in groundwater samples from three monitoring wells (MW101, MW102 and AGWAY1) at generally upgradient locations on the Site. The detection of arsenic at

concentrations greater than the GW-1 standard at these locations may reflect off-site impacts or elevated background concentrations in the urban location of the Site. The Site owner should be notified of the detection of arsenic in excess of the GW-1 standard for reporting to NHDES in accordance with Env-Wm 1403 and the existing GMPs.

No impacts by VOCs or metals in excess of either AGQS/GW-1 standards or laboratory detection limits were detected in groundwater samples from three Phase II monitoring wells (MW103, MW104 and MW105) installed near the Site perimeter and outside of previously investigated areas. These results suggest that Site-wide groundwater, outside of areas affected by petroleum, and groundwater migrating from the Site do not appear to be significantly impacted by VOCs or dissolved metals.

RPF's preliminary survey identified suspect ACBMs in each of the buildings surveyed, LBP on materials on and within two buildings, numerous fluorescent light fixtures and ballasts, and a relatively small number of mercury thermostats. Asbestos, both friable and non-friable, was detected in three of five groups of suspect ACBMs that were analyzed for the preliminary survey. Using conservative assumptions, RPF's preliminary estimate indicates that costs of up to \$250,000 may be incurred for abatement of ACBMs. Given the relatively limited impacts by LBP, the estimated cost may also cover abatement of LBP at the time of building demolition, if performed. However, there is significant uncertainty in cost estimating at this time, resulting from the limited testing conducted for this Phase II investigation. Additional surveys of Site buildings for ACBMs are recommended to further evaluate potential abatement costs and to establish materials management requirements in conjunction with renovation or demolition. LBP may be further investigated at the time of building demolition, if performed, so that representative samples of demolition materials can be obtained to evaluate disposal requirements.

More detailed Phase II results and our conclusions and recommendations are provided in the text of this report.

Appendix G

Opportunity Gap by Retail Store Types

Area(s): Radius 10.0

555 ELM ST
MANCHESTER, NH 03101-2535

Latitude: 42.985890
Longitude: -71.462810

Retail Stores	Demand (Consumer Expenditures)	Supply (Retail Sales)	Opportunity Gap/Surplus
Total Retail Sales & Eating, Drinking Places	3,670,476,569	4,857,531,422	-1,187,054,853
Motor Vehicle & Parts Dealers-441	742,466,467	1,410,353,086	-667,886,619
Automotive Dealers-4411	616,131,462	1,230,020,842	-613,889,380
Other Motor Vehicle Dealers-4412	45,611,558	71,024,364	-25,412,806
Automotive Parts/Accsrs, Tire Stores-4413	80,723,447	109,307,880	-28,584,434
Furniture & Home Furnishings Stores-442	94,827,505	136,857,635	-42,030,130
Furniture Stores-4421	54,574,707	70,500,383	-15,925,676
Home Furnishing Stores-4422	40,252,798	66,357,252	-26,104,455
Electronics & Appliance Stores-443	88,222,885	185,396,210	-97,173,326
Appliance, TVs, Electronics Stores-44311	55,341,158	104,770,684	-49,429,526
Household Appliances Stores-443111	9,261,275	5,286,902	3,974,373
Radio, Television, Electronics Stores-443112	46,079,883	99,483,782	-53,403,899
Computer & Software Stores-44312	29,616,613	74,461,402	-44,844,788
Camera & Photographic Equipment Stores-44313	3,265,114	6,164,125	-2,899,011
Building Material, Garden Equip Stores -444	341,270,710	271,008,033	70,262,677
Building Material & Supply Dealers-4441	305,003,728	259,559,576	45,444,153
Home Centers-44411	123,112,164	55,477,189	67,634,975
Paint & Wallpaper Stores-44412	5,120,983	4,697,446	423,536
Hardware Stores-44413	22,103,791	18,369,351	3,734,440
Other Building Materials Dealers-44419	154,666,790	181,015,588	-26,348,798
Building Materials, Lumberyards-444191	53,935,658	61,728,347	-7,792,689
Lawn, Garden Equipment, Supplies Stores-4442	36,266,982	11,448,457	24,818,525
Outdoor Power Equipment Stores-44421	5,354,130	1,940,089	3,414,041
Nursery & Garden Centers-44422	30,912,852	9,508,368	21,404,484
Food & Beverage Stores-445	450,206,491	604,832,149	-154,625,658
Grocery Stores-4451	374,936,452	562,161,590	-187,225,138
Supermarkets, Grocery (Ex Conv) Stores-44511	357,837,731	527,593,203	-169,755,472
Convenience Stores-44512	17,098,721	34,568,387	-17,469,666
Specialty Food Stores-4452	54,029,237	40,133,792	13,895,444
Beer, Wine & Liquor Stores-4453	21,240,802	2,536,767	18,704,036
Health & Personal Care Stores-446	156,871,105	163,131,525	-6,260,420
Pharmacies & Drug Stores-44611	128,454,450	139,610,324	-11,155,874
Cosmetics, Beauty Suppls, Perfume Stores-44612	6,088,161	3,878,200	2,209,961
Optical Goods Stores-44613	10,963,876	10,428,568	535,308
Other Health & Personal Care Stores-44619	11,364,618	9,214,434	2,150,184



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Opportunity Gap by Retail Store Types

Area(s): Radius 10.0

555 ELM ST
MANCHESTER, NH 03101-2535

Latitude: 42.985890
Longitude: -71.462810

Retail Stores	Demand (Consumer Expenditures)	Supply (Retail Sales)	Opportunity Gap/Surplus
Gasoline Stations-447	326,848,508	443,862,357	-117,013,849
Gasoline Stations With Conv Stores-44711	208,037,486	256,131,625	-48,094,139
Other Gasoline Stations-44719	118,811,022	187,730,732	-68,919,710
Clothing & Clothing Accessories Stores-448	179,799,793	240,202,039	-60,402,245
Clothing Stores-4481	128,347,869	150,336,811	-21,988,942
Men's Clothing Stores-44811	14,119,400	6,089,301	8,030,099
Women's Clothing Stores-44812	38,389,371	35,582,856	2,806,515
Childrens, Infants Clothing Stores-44813	5,708,683	7,763,310	-2,054,627
Family Clothing Stores-44814	57,248,322	84,012,248	-26,763,926
Clothing Accessories Stores-44815	3,158,157	5,198,655	-2,040,498
Other Clothing Stores-44819	9,723,936	11,690,441	-1,966,505
Shoe Stores-4482	24,478,520	35,520,355	-11,041,836
Jewelry, Luggage, Leather Goods Stores-4483	26,973,404	54,344,872	-27,371,468
Jewelry Stores-44831	24,923,202	53,676,117	-28,752,914
Luggage & Leather Goods Stores-44832	2,050,202	668,755	1,381,447
Sporting Gds, Hobby, Book, Music Stores-451	71,670,614	107,192,698	-35,522,084
Sporting Gds, Hobby, Musical Inst Stores-4511	46,642,313	83,293,828	-36,651,515
Sporting Goods Stores-45111	22,728,439	49,754,446	-27,026,007
Hobby, Toys & Games Stores-45112	15,864,028	24,943,319	-9,079,291
Sew/Needlework/Piece Goods Stores-45113	3,799,188	4,706,560	-907,372
Musical Instrument & Supplies Stores-45114	4,250,658	3,889,503	361,155
Book, Periodical & Music Stores-4512	25,028,301	23,898,870	1,129,431
Book Stores & News Dealers-45121	16,752,554	13,850,564	2,901,990
Book Stores-451211	15,594,917	8,281,653	7,313,264
News Dealers & Newsstands-451212	1,157,637	5,568,911	-4,411,274
Prerecorded Tape, CDs, Record Stores-45122	8,275,747	10,048,306	-1,772,559
General Merchandise Stores-452	458,938,194	448,880,361	10,057,833
Department Stores Excl Leased Depts-4521	310,063,976	266,993,415	43,070,561
Other General Merchandise Stores-4529	148,874,218	181,886,946	-33,012,728
Warehouse Clubs & Super Stores-45291	95,596,348	96,406,344	-809,996
All Other General Merchandise Stores-45299	53,277,869	85,480,602	-32,202,732
Miscellaneous Store Retailers-453	99,260,603	102,935,230	-3,674,627
Florists-4531	11,711,438	13,088,984	-1,377,546
Office Suppls, Stationery, Gift Stores-4532	42,916,989	44,770,602	-1,853,613
Office Supplies & Stationery Stores-45321	18,789,398	22,573,121	-3,783,722
Gift, Novelty & Souvenir Stores-45322	24,127,591	22,197,482	1,930,109



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Opportunity Gap by Retail Store Types

Area(s): Radius 10.0

555 ELM ST
MANCHESTER, NH 03101-2535

Latitude: 42.985890
Longitude: -71.462810

Retail Stores	Demand (Consumer Expenditures)	Supply (Retail Sales)	Opportunity Gap/Surplus
Used Merchandise Stores-4533	10,284,120	6,959,354	3,324,767
Other Miscellaneous Store Retailers-4539	34,348,055	38,116,289	-3,768,234
Non-Store Retailers-454	271,001,015	354,007,467	-83,006,452
Electronic Shopping, Mail-Order Houses-4541	126,876,830	222,794,641	-95,917,811
Vending Machine Operators-4542	18,564,597	5,123,492	13,441,105
Direct Selling Establishments-4543	125,559,588	126,089,335	-529,746
Foodservice & Drinking Places-722	389,092,680	388,872,634	220,046
Full-Service Restaurants-7221	160,442,391	206,596,274	-46,153,883
Limited-Service Eating Places-7222	166,065,231	155,558,530	10,506,702
Special Foodservices-7223	29,502,265	19,627,485	9,874,779
Drinking Places -Alcoholic Beverages-7224	33,082,793	7,090,345	25,992,448
GAFO	936,375,980	1,163,299,545	-226,923,565
General Merchandise Stores-452	458,938,194	448,880,361	10,057,833
Clothing & Clothing Accessories Stores-448	179,799,793	240,202,039	-60,402,245
Furniture & Home Furnishings Stores-442	94,827,505	136,857,635	-42,030,130
Electronics & Appliance Stores-443	88,222,885	185,396,210	-97,173,326
Sporting Gds, Hobby, Book, Music Stores-451	71,670,614	107,192,698	-35,522,084
Office Suppls, Stationery, Gift Stores-4532	42,916,989	44,770,602	-1,853,613
Shoe Stores-444	24,241,281	21,751,552	2,489,729
Shoe Stores-4441	24,241,281	21,751,552	2,489,729
Shoe Stores-4442	24,241,281	21,751,552	2,489,729
Shoe Stores-4443	24,241,281	21,751,552	2,489,729
Shoe Stores-4444	24,241,281	21,751,552	2,489,729
Shoe Stores-4445	24,241,281	21,751,552	2,489,729
Shoe Stores-4446	24,241,281	21,751,552	2,489,729
Shoe Stores-4447	24,241,281	21,751,552	2,489,729
Shoe Stores-4448	24,241,281	21,751,552	2,489,729
Shoe Stores-4449	24,241,281	21,751,552	2,489,729
Shoe Stores-4450	24,241,281	21,751,552	2,489,729
Shoe Stores-4451	24,241,281	21,751,552	2,489,729
Shoe Stores-4452	24,241,281	21,751,552	2,489,729
Shoe Stores-4453	24,241,281	21,751,552	2,489,729
Shoe Stores-4454	24,241,281	21,751,552	2,489,729
Shoe Stores-4455	24,241,281	21,751,552	2,489,729
Shoe Stores-4456	24,241,281	21,751,552	2,489,729
Shoe Stores-4457	24,241,281	21,751,552	2,489,729
Shoe Stores-4458	24,241,281	21,751,552	2,489,729
Shoe Stores-4459	24,241,281	21,751,552	2,489,729
Shoe Stores-4460	24,241,281	21,751,552	2,489,729
Shoe Stores-4461	24,241,281	21,751,552	2,489,729
Shoe Stores-4462	24,241,281	21,751,552	2,489,729
Shoe Stores-4463	24,241,281	21,751,552	2,489,729
Shoe Stores-4464	24,241,281	21,751,552	2,489,729
Shoe Stores-4465	24,241,281	21,751,552	2,489,729
Shoe Stores-4466	24,241,281	21,751,552	2,489,729
Shoe Stores-4467	24,241,281	21,751,552	2,489,729
Shoe Stores-4468	24,241,281	21,751,552	2,489,729
Shoe Stores-4469	24,241,281	21,751,552	2,489,729
Shoe Stores-4470	24,241,281	21,751,552	2,489,729
Shoe Stores-4471	24,241,281	21,751,552	2,489,729
Shoe Stores-4472	24,241,281	21,751,552	2,489,729
Shoe Stores-4473	24,241,281	21,751,552	2,489,729
Shoe Stores-4474	24,241,281	21,751,552	2,489,729
Shoe Stores-4475	24,241,281	21,751,552	2,489,729
Shoe Stores-4476	24,241,281	21,751,552	2,489,729
Shoe Stores-4477	24,241,281	21,751,552	2,489,729
Shoe Stores-4478	24,241,281	21,751,552	2,489,729
Shoe Stores-4479	24,241,281	21,751,552	2,489,729
Shoe Stores-4480	24,241,281	21,751,552	2,489,729
Shoe Stores-4481	24,241,281	21,751,552	2,489,729
Shoe Stores-4482	24,241,281	21,751,552	2,489,729
Shoe Stores-4483	24,241,281	21,751,552	2,489,729
Shoe Stores-4484	24,241,281	21,751,552	2,489,729
Shoe Stores-4485	24,241,281	21,751,552	2,489,729
Shoe Stores-4486	24,241,281	21,751,552	2,489,729
Shoe Stores-4487	24,241,281	21,751,552	2,489,729
Shoe Stores-4488	24,241,281	21,751,552	2,489,729
Shoe Stores-4489	24,241,281	21,751,552	2,489,729
Shoe Stores-4490	24,241,281	21,751,552	2,489,729
Shoe Stores-4491	24,241,281	21,751,552	2,489,729
Shoe Stores-4492	24,241,281	21,751,552	2,489,729
Shoe Stores-4493	24,241,281	21,751,552	2,489,729
Shoe Stores-4494	24,241,281	21,751,552	2,489,729
Shoe Stores-4495	24,241,281	21,751,552	2,489,729
Shoe Stores-4496	24,241,281	21,751,552	2,489,729
Shoe Stores-4497	24,241,281	21,751,552	2,489,729
Shoe Stores-4498	24,241,281	21,751,552	2,489,729
Shoe Stores-4499	24,241,281	21,751,552	2,489,729
Shoe Stores-4500	24,241,281	21,751,552	2,489,729
Shoe Stores-4501	24,241,281	21,751,552	2,489,729
Shoe Stores-4502	24,241,281	21,751,552	2,489,729
Shoe Stores-4503	24,241,281	21,751,552	2,489,729
Shoe Stores-4504	24,241,281	21,751,552	2,489,729
Shoe Stores-4505	24,241,281	21,751,552	2,489,729
Shoe Stores-4506	24,241,281	21,751,552	2,489,729
Shoe Stores-4507	24,241,281	21,751,552	2,489,729
Shoe Stores-4508	24,241,281	21,751,552	2,489,729
Shoe Stores-4509	24,241,281	21,751,552	2,489,729
Shoe Stores-4510	24,241,281	21,751,552	2,489,729
Shoe Stores-4511	24,241,281	21,751,552	2,489,729
Shoe Stores-4512	24,241,281	21,751,552	2,489,729
Shoe Stores-4513	24,241,281	21,751,552	2,489,729
Shoe Stores-4514	24,241,281	21,751,552	2,489,729
Shoe Stores-4515	24,241,281	21,751,552	2,489,729
Shoe Stores-4516	24,241,281	21,751,552	2,489,729
Shoe Stores-4517	24,241,281	21,751,552	2,489,729
Shoe Stores-4518	24,241,281	21,751,552	2,489,729
Shoe Stores-4519	24,241,281	21,751,552	2,489,729
Shoe Stores-4520	24,241,281	21,751,552	2,489,729
Shoe Stores-4521	24,241,281	21,751,552	2,489,729
Shoe Stores-4522	24,241,281	21,751,552	2,489,729
Shoe Stores-4523	24,241,281	21,751,552	2,489,729
Shoe Stores-4524	24,241,281	21,751,552	2,489,729
Shoe Stores-4525	24,241,281	21,751,552	2,489,729
Shoe Stores-4526	24,241,281	21,751,552	2,489,729
Shoe Stores-4527	24,241,281	21,751,552	2,489,729
Shoe Stores-4528	24,241,281	21,751,552	2,489,729
Shoe Stores-4529	24,241,281	21,751,552	2,489,729
Shoe Stores-4530	24,241,281	21,751,552	2,489,729
Shoe Stores-4531	24,241,281	21,751,552	2,489,729
Shoe Stores-4532	24,241,281	21,751,552	2,489,729
Shoe Stores-4533	24,241,281	21,751,552	2,489,729
Shoe Stores-4534	24,241,281	21,751,552	2,489,729
Shoe Stores-4535	24,241,281	21,751,552	2,489,729
Shoe Stores-4536	24,241,281	21,751,552	2,489,729
Shoe Stores-4537	24,241,281	21,751,552	2,489,729
Shoe Stores-4538	24,241,281	21,751,552	2,489,729
Shoe Stores-4539	24,241,281	21,751,552	2,489,729
Shoe Stores-4540	24,241,281	21,751,552	2,489,729
Shoe Stores-4541	24,241,281	21,751,552	2,489,729
Shoe Stores-4542	24,241,281	21,751,552	2,489,729
Shoe Stores-4543	24,241,281	21,751,552	2,489,729
Shoe Stores-4544	24,241,281	21,751,552	2,489,729
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Shoe Stores-4549	24,241,281	21,751,552	2,489,729
Shoe Stores-4550	24,241,281	21,751,552	2,489,729
Shoe Stores-4551	24,241,281	21,751,552	2,489,729
Shoe Stores-4552	24,241,281	21,751,552	2,489,729
Shoe Stores-4553	24,241,281	21,751,552	2,489,729
Shoe Stores-4554	24,241,281	21,751,552	2,489,729
Shoe Stores-4555	24,241,281	21,751,552	2,489,729
Shoe Stores-4556	24,241,281	21,751,552	2,489,729
Shoe Stores-4557	24,241,281	21,751,552	2,489,729
Shoe Stores-4558	24,241,281	21,751,552	2,489,729
Shoe Stores-4559	24,241,281	21,751,552	2,489,729
Shoe Stores-4560	24,241,281	21,751,552	2,489,729
Shoe Stores-4561	24,241,281	21,751,552	2,489,729
Shoe Stores-4562	24,241,281	21,751,552	2,489,729
Shoe Stores-4563	24,241,281	21,751,552	2,489,729
Shoe Stores-4564	24,241,281	21,751,552	2,489,729
Shoe Stores-4565	24,241,281	21,751,552	2,489,729
Shoe Stores-4566	24,241,281	21,751,552	2,489,729
Shoe Stores-4567	24,241,281	21,751,552	2,489,729
Shoe Stores-4568	24,241,281	21,751,552	2,489,729
Shoe Stores-4569	24,241,281	21,751,552	2,489,729
Shoe Stores-4570	24,241,281	21,751,552	2,489,729
Shoe Stores-4571	24,241,281	21,751,552	2,489,729
Shoe Stores-4572	24,241,281	21,751,552	2,489,729
Shoe Stores-4573	24,241,281	21,751,552	2,489,729
Shoe Stores-4574	24,241,281	21,751,552	2,489,729
Shoe Stores-4575	24,241,281	21,751,552	2,489,729
Shoe Stores-4576	24,241,281	21,751,552	2,489,729
Shoe Stores-4577	24,241,281	21,751,552	2,489,729
Shoe Stores-4578	24,241,281	21,751,552	2,489,729
Shoe Stores-4579	24,241,281	21,751,552	2,489,729
Shoe Stores-4580	24,241,281	21,751,552	2,489,729
Shoe Stores-4581	24,241,281	21,751,552	2,489,729
Shoe Stores-4582	24,241,281	21,751,552	2,489,729
Shoe Stores-4583	24,241,281	21,751,552	2,489,729
Shoe Stores-4584	24,241,281	21,751,552	2,489,729
Shoe Stores-4585	24,241,281	21,751,552	2,489,729
Shoe Stores-4586	24,241,281	21,751,552	2,489,729
Shoe Stores-4587	24,241,281	21,751,552	2,489,729
Shoe Stores-4588	24,241,281	21,751,552	2,489,729
Shoe Stores-4589	24,241,281	21,751,552	2,489,729
Shoe Stores-4590	24,241,281	21,751,552	2,489,729
Shoe Stores-4591	24,241,281	21,751,552	2,489,729
Shoe Stores-4592	24,241,281	21,751,552	2,489,729
Shoe Stores-4593	24,241,281	21,751,552	2,489,729
Shoe Stores-4594	24,241,281	21,751,552	2,489,729
Shoe Stores-4595	24,241,281	21,751,552	2,489,729
Shoe Stores-4596	24,241,281	21,751,552	2,489,729
Shoe Stores-4597	24,241,281	21,751,552	2,489,729
Shoe Stores-4598	24,241,281	21,751,552	2,489,729
Shoe Stores-4599	24,241,281	21,751,552	2,489,729
Shoe Stores-4600	24,241,281	21,751,552	2,489,729



Prepared on: August 1, 2006 01:46:04 PM page 3 of 9
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Opportunity Gap by Retail Store Types

Area(s): Radius 20.0

555 ELM ST
MANCHESTER, NH 03101-2535

Latitude: 42.985890
Longitude: -71.462810

Retail Stores	Demand (Consumer Expenditures)	Supply (Retail Sales)	Opportunity Gap/Surplus
Total Retail Sales & Eating, Drinking Places	10,121,879,694	13,504,235,651	-3,382,355,957
Motor Vehicle & Parts Dealers-441	2,105,770,052	3,456,779,332	-1,351,009,280
Automotive Dealers-4411	1,753,877,601	3,025,557,723	-1,271,680,122
Other Motor Vehicle Dealers-4412	127,884,876	169,138,292	-41,253,416
Automotive Parts/Accsrs, Tire Stores-4413	224,007,574	262,083,317	-38,075,743
Furniture & Home Furnishings Stores-442	269,927,067	356,790,824	-86,863,757
Furniture Stores-4421	155,142,264	211,438,266	-56,296,002
Home Furnishing Stores-4422	114,784,803	145,352,558	-30,567,755
Electronics & Appliance Stores-443	245,625,134	563,250,275	-317,625,141
Appliance, TVs, Electronics Stores-44311	153,730,407	265,990,117	-112,259,710
Household Appliances Stores-443111	25,864,419	45,180,316	-19,315,897
Radio, Television, Electronics Stores-443112	127,865,988	220,809,801	-92,943,813
Computer & Software Stores-44312	82,828,961	270,107,968	-187,279,008
Camera & Photographic Equipment Stores-44313	9,065,766	27,152,189	-18,086,423
Building Material, Garden Equip Stores -444	975,776,745	1,083,268,973	-107,492,229
Building Material & Supply Dealers-4441	872,400,159	1,028,673,558	-156,273,399
Home Centers-44411	351,536,235	503,697,304	-152,161,070
Paint & Wallpaper Stores-44412	14,693,261	13,791,332	901,930
Hardware Stores-44413	62,380,719	35,085,106	27,295,612
Other Building Materials Dealers-44419	443,789,944	476,099,815	-32,309,871
Building Materials, Lumberyards-444191	155,028,662	162,355,350	-7,326,688
Lawn, Garden Equipment, Supplies Stores-4442	103,376,586	54,595,416	48,781,170
Outdoor Power Equipment Stores-44421	15,237,256	19,081,793	-3,844,537
Nursery & Garden Centers-44422	88,139,330	35,513,623	52,625,707
Food & Beverage Stores-445	1,207,643,233	1,397,858,354	-190,215,121
Grocery Stores-4451	1,006,396,874	1,283,773,031	-277,376,157
Supermarkets, Grocery (Ex Conv) Stores-44511	960,780,221	1,197,472,387	-236,692,166
Convenience Stores-44512	45,616,653	86,300,644	-40,683,991
Specialty Food Stores-4452	144,803,214	109,027,375	35,775,839
Beer, Wine & Liquor Stores-4453	56,443,145	5,057,948	51,385,197
Health & Personal Care Stores-446	422,753,631	463,463,471	-40,709,840
Pharmacies & Drug Stores-44611	345,177,673	380,945,286	-35,767,613
Cosmetics, Beauty Suppls, Perfume Stores-44612	16,349,392	21,621,096	-5,271,704
Optical Goods Stores-44613	30,789,761	34,483,436	-3,693,675
Other Health & Personal Care Stores-44619	30,436,806	26,413,654	4,023,152



Prepared on: August 1, 2006 01:46:04 PM page 4 of 9
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Opportunity Gap by Retail Store Types

Area(s): Radius 20.0

555 ELM ST
MANCHESTER, NH 03101-2535

Latitude: 42.985890
Longitude: -71.462810

Retail Stores	Demand (Consumer Expenditures)	Supply (Retail Sales)	Opportunity Gap/Surplus
Gasoline Stations-447	883,704,494	1,053,816,569	-170,112,075
Gasoline Stations With Conv Stores-44711	561,058,576	649,984,082	-88,925,505
Other Gasoline Stations-44719	322,645,918	403,832,487	-81,186,570
Clothing & Clothing Accessories Stores-448	497,985,646	667,836,132	-169,850,486
Clothing Stores-4481	354,510,414	459,579,131	-105,068,717
Men's Clothing Stores-44811	38,748,388	36,830,353	1,918,036
Women's Clothing Stores-44812	106,319,182	119,703,449	-13,384,266
Childrens, Infants Clothing Stores-44813	15,756,029	27,520,467	-11,764,438
Family Clothing Stores-44814	158,007,466	230,715,686	-72,708,220
Clothing Accessories Stores-44815	8,811,808	11,399,119	-2,587,310
Other Clothing Stores-44819	26,867,540	33,410,058	-6,542,518
Shoe Stores-4482	67,530,138	80,258,455	-12,728,318
Jewelry, Luggage, Leather Goods Stores-4483	75,945,094	127,998,545	-52,053,451
Jewelry Stores-44831	70,117,998	123,265,047	-53,147,049
Luggage & Leather Goods Stores-44832	5,827,096	4,733,498	1,093,598
Sporting Gds, Hobby, Book, Music Stores-451	197,799,635	310,159,290	-112,359,655
Sporting Gds, Hobby, Musical Inst Stores-4511	131,419,331	237,626,845	-106,207,514
Sporting Goods Stores-45111	64,174,260	123,958,672	-59,784,412
Hobby, Toys & Games Stores-45112	44,717,465	89,459,477	-44,742,012
Sew/Needlework/Piece Goods Stores-45113	10,820,978	10,487,573	333,406
Musical Instrument & Supplies Stores-45114	11,706,627	13,721,123	-2,014,496
Book, Periodical & Music Stores-4512	66,380,304	72,532,444	-6,152,141
Book Stores & News Dealers-45121	44,144,373	46,801,324	-2,656,951
Book Stores-451211	41,031,679	38,736,525	2,295,153
News Dealers & Newsstands-451212	3,112,694	8,064,799	-4,952,104
Prerecorded Tape, CDs, Record Stores-45122	22,235,930	25,731,120	-3,495,190
General Merchandise Stores-452	1,264,181,747	1,710,581,736	-446,399,990
Department Stores Excl Leased Depts-4521	857,143,384	1,116,736,563	-259,593,179
Other General Merchandise Stores-4529	407,038,363	593,845,173	-186,806,811
Warehouse Clubs & Super Stores-45291	259,608,604	412,916,750	-153,308,146
All Other General Merchandise Stores-45299	147,429,758	180,928,423	-33,498,665
Miscellaneous Store Retailers-453	273,868,796	289,532,280	-15,663,484
Florists-4531	32,875,914	31,806,844	1,069,070
Office Suppls, Stationery, Gift Stores-4532	118,272,563	121,605,743	-3,333,180
Office Supplies & Stationery Stores-45321	51,860,120	52,788,104	-927,984
Gift, Novelty & Souvenir Stores-45322	66,412,442	68,817,639	-2,405,196



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Opportunity Gap by Retail Store Types

Area(s): Radius 20.0

555 ELM ST
MANCHESTER, NH 03101-2535

Latitude: 42.985890
Longitude: -71.462810

Retail Stores	Demand (Consumer Expenditures)	Supply (Retail Sales)	Opportunity Gap/Surplus
Used Merchandise Stores-4533	28,405,157	23,691,747	4,713,410
Other Miscellaneous Store Retailers-4539	94,315,162	112,427,945	-18,112,783
Non-Store Retailers-454	739,878,614	1,243,652,436	-503,773,822
Electronic Shopping, Mail-Order Houses-4541	350,656,860	572,523,162	-221,866,302
Vending Machine Operators-4542	49,695,756	12,845,522	36,850,234
Direct Selling Establishments-4543	339,525,998	658,283,752	-318,757,754
Foodservice & Drinking Places-722	1,036,964,901	907,245,979	129,718,922
Full-Service Restaurants-7221	427,475,328	480,084,062	-52,608,734
Limited-Service Eating Places-7222	442,859,147	366,235,719	76,623,428
Special Foodservices-7223	78,793,792	49,223,616	29,570,176
Drinking Places -Alcoholic Beverages-7224	87,836,634	11,702,583	76,134,051
GAFO	2,593,791,792	3,730,223,999	-1,136,432,208
General Merchandise Stores-452	1,264,181,747	1,710,581,736	-446,399,990
Clothing & Clothing Accessories Stores-448	497,985,646	667,836,132	-169,850,486
Furniture & Home Furnishings Stores-442	269,927,067	356,790,824	-86,863,757
Electronics & Appliance Stores-443	245,625,134	563,250,275	-317,625,141
Sporting Gds, Hobby, Book, Music Stores-451	197,799,635	310,159,290	-112,359,655
Office Suppls, Stationery, Gift Stores-4532	118,272,563	121,605,743	-3,333,180
Health & Personal Care Stores-4544	187,177,842	185,880,581	1,297,261
Other Retailing - Not in Other Categories-4499	871,338,241	758,244,294	113,093,947
Drinking Places - Not in Other Categories-4499	2,091,216,308	3,434,368,078	-1,343,151,771
Leisure, Culture, Recreation, Supplies Stores-4442	1,308,898,880	1,788,791,818	-479,892,938
Outdoor Goods, Equipment, Supplies Stores-4443	740,878,897	508,158,153	232,720,744
Travel & Vacation Services-4443	181,413,183	87,888,764	93,524,419
Food & Beverage Stores-452	3,138,397,128	3,988,380,582	-849,983,454
Automotive Stores-4441	2,029,180,486	2,993,793,892	-964,613,406
Services, Other (See Other) Stores-4441	6,733,193,122	1,338,406,791	5,394,786,331
Departmental Stores-4512	216,317,774	638,277,110	-421,959,336
Toy Stores-4512	3,014,778,915	702,888,116	2,311,890,800
Beer, Wine & Liquor Stores-4533	812,084,573	308,841,530	503,243,043
Health & Personal Care Stores-4544	3,109,494,778	3,228,234,978	-119,239,800
Travel & Trip Stores-4441	2,341,491,667	3,061,782,403	-720,290,736
Cosmetics, Beauty Supply, Perfume Stores-4441	181,292,281	67,838,618	113,453,663
Optical Goods Stores-4441	283,283,278	188,575,882	94,707,396
Other Health & Personal Care Stores-4441	228,772,288	182,316,083	46,456,205



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Opportunity Gap by Retail Store Types

Area(s): Radius 50.0

555 ELM ST

MANCHESTER, NH 03101-2535

Latitude: 42.985890

Longitude: -71.462810

Retail Stores	Demand (Consumer Expenditures)	Supply (Retail Sales)	Opportunity Gap/Surplus
Total Retail Sales & Eating, Drinking Places	70,427,157,429	74,817,326,954	-4,390,169,525
Motor Vehicle & Parts Dealers-441	13,868,823,631	16,453,561,897	-2,584,738,265
Automotive Dealers-4411	11,481,858,465	14,507,852,105	-3,025,993,641
Other Motor Vehicle Dealers-4412	898,007,631	660,652,993	237,354,638
Automotive Parts/Accsrs, Tire Stores-4413	1,488,957,535	1,285,056,798	203,900,737
Furniture & Home Furnishings Stores-442	1,937,951,773	1,603,170,864	334,780,909
Furniture Stores-4421	1,132,091,919	822,356,360	309,735,559
Home Furnishing Stores-4422	805,859,854	780,814,504	25,045,350
Electronics & Appliance Stores-443	1,786,667,126	1,984,441,493	-197,774,367
Appliance, TVs, Electronics Stores-44311	1,113,180,701	880,180,639	233,000,062
Household Appliances Stores-443111	180,777,240	216,456,841	-35,679,601
Radio, Television, Electronics Stores-443112	932,403,461	663,723,798	268,679,663
Computer & Software Stores-44312	608,498,653	1,001,488,660	-392,990,008
Camera & Photographic Equipment Stores-44313	64,987,773	102,772,194	-37,784,422
Building Material, Garden Equip Stores -444	6,508,594,331	6,764,959,244	-256,364,913
Building Material & Supply Dealers-4441	5,797,716,234	6,425,806,890	-628,090,657
Home Centers-44411	2,365,554,042	2,432,707,581	-67,153,538
Paint & Wallpaper Stores-44412	103,177,642	165,502,937	-62,325,295
Hardware Stores-44413	427,538,244	353,248,294	74,289,949
Other Building Materials Dealers-44419	2,901,446,306	3,474,348,078	-572,901,773
Building Materials, Lumberyards-444191	1,016,608,865	1,184,791,454	-168,182,589
Lawn, Garden Equipment, Supplies Stores-4442	710,878,097	339,152,353	371,725,744
Outdoor Power Equipment Stores-44421	101,412,143	97,900,769	3,511,373
Nursery & Garden Centers-44422	609,465,954	241,251,584	368,214,370
Food & Beverage Stores-445	8,456,997,028	9,484,500,828	-1,027,503,800
Grocery Stores-4451	7,029,383,440	7,992,593,892	-963,210,452
Supermarkets, Grocery (Ex Conv) Stores-44511	6,713,163,532	7,358,416,581	-645,253,049
Convenience Stores-44512	316,219,908	634,177,310	-317,957,403
Specialty Food Stores-4452	1,014,728,915	702,965,310	311,763,605
Beer, Wine & Liquor Stores-4453	412,884,673	788,941,626	-376,056,953
Health & Personal Care Stores-446	3,109,494,170	3,529,734,970	-420,240,800
Pharmacies & Drug Stores-44611	2,541,493,666	3,063,383,627	-521,889,960
Cosmetics, Beauty Suppls, Perfume Stores-44612	121,892,261	97,636,616	24,255,645
Optical Goods Stores-44613	220,785,539	180,357,803	40,427,736
Other Health & Personal Care Stores-44619	225,322,703	188,356,923	36,965,780



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Opportunity Gap by Retail Store Types

Area(s): Radius 50.0

555 ELM ST
MANCHESTER, NH 03101-2535

Latitude: 42.985890
Longitude: -71.462810

Retail Stores	Demand (Consumer Expenditures)	Supply (Retail Sales)	Opportunity Gap/Surplus
Gasoline Stations-447	5,908,306,608	5,091,961,000	816,345,608
Gasoline Stations With Conv Stores-44711	3,763,555,802	2,316,754,945	1,446,800,858
Other Gasoline Stations-44719	2,144,750,806	2,775,206,056	-630,455,250
Clothing & Clothing Accessories Stores-448	3,631,204,759	4,598,535,783	-967,331,024
Clothing Stores-4481	2,566,602,476	3,448,091,521	-881,489,044
Men's Clothing Stores-44811	280,569,024	366,190,768	-85,621,743
Women's Clothing Stores-44812	774,988,212	887,492,689	-112,504,476
Childrens, Infants Clothing Stores-44813	108,381,778	175,523,271	-67,141,493
Family Clothing Stores-44814	1,141,773,514	1,771,533,624	-629,760,109
Clothing Accessories Stores-44815	66,115,314	56,307,126	9,808,188
Other Clothing Stores-44819	194,774,633	191,044,043	3,730,590
Shoe Stores-4482	477,648,192	475,032,020	2,616,172
Jewelry, Luggage, Leather Goods Stores-4483	586,954,090	675,412,242	-88,458,152
Jewelry Stores-44831	543,570,292	619,213,980	-75,643,689
Luggage & Leather Goods Stores-44832	43,383,799	56,198,262	-12,814,463
Sporting Gds, Hobby, Book, Music Stores-451	1,453,033,294	1,867,058,075	-414,024,782
Sporting Gds, Hobby, Musical Inst Stores-4511	943,408,414	1,123,556,610	-180,148,195
Sporting Goods Stores-45111	465,929,638	568,442,084	-102,512,446
Hobby, Toys & Games Stores-45112	314,647,930	373,274,158	-58,626,228
Sew/Needlework/Piece Goods Stores-45113	76,239,544	90,826,488	-14,586,944
Musical Instrument & Supplies Stores-45114	86,591,302	91,013,879	-4,422,577
Book, Periodical & Music Stores-4512	509,624,880	743,501,466	-233,876,586
Book Stores & News Dealers-45121	347,139,377	525,699,233	-178,559,856
Book Stores-451211	324,612,779	488,667,297	-164,054,519
News Dealers & Newsstands-451212	22,526,598	37,031,936	-14,505,338
Prerecorded Tape, CDs, Record Stores-45122	162,485,503	217,802,233	-55,316,730
General Merchandise Stores-452	9,027,805,028	6,923,643,357	2,104,161,671
Department Stores Excl Leased Depts-4521	6,149,699,860	4,757,257,852	1,392,442,009
Other General Merchandise Stores-4529	2,878,105,168	2,166,385,505	711,719,663
Warehouse Clubs & Super Stores-45291	1,826,104,906	1,420,509,857	405,595,049
All Other General Merchandise Stores-45299	1,052,000,262	745,875,649	306,124,614
Miscellaneous Store Retailers-453	1,932,208,317	1,935,491,724	-3,283,407
Florists-4531	231,181,173	223,356,067	7,825,106
Office Suppls, Stationery, Gift Stores-4532	843,081,842	976,576,800	-133,494,958
Office Supplies & Stationery Stores-45321	369,541,120	454,735,257	-85,194,138
Gift, Novelty & Souvenir Stores-45322	473,540,722	521,841,542	-48,300,820



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Opportunity Gap by Retail Store Types

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555 ELM ST
MANCHESTER, NH 03101-2535

Latitude: 42.985890
Longitude: -71.462810

Retail Stores	Demand (Consumer Expenditures)	Supply (Retail Sales)	Opportunity Gap/Surplus
Used Merchandise Stores-4533	205,675,486	140,152,247	65,523,239
Other Miscellaneous Store Retailers-4539	652,269,815	595,406,610	56,863,205
Non-Store Retailers-454	5,292,409,391	6,120,574,842	-828,165,451
Electronic Shopping, Mail-Order Houses-4541	2,556,696,239	2,690,381,204	-133,684,965
Vending Machine Operators-4542	348,118,431	228,697,924	119,420,508
Direct Selling Establishments-4543	2,387,594,721	3,201,495,714	-813,900,993
Foodservice & Drinking Places-722	7,513,661,974	8,459,692,878	-946,030,904
Full-Service Restaurants-7221	3,099,826,677	3,975,661,200	-875,834,523
Limited-Service Eating Places-7222	3,194,040,421	3,116,886,107	77,154,314
Special Foodservices-7223	568,090,693	996,639,999	-428,549,306
Drinking Places -Alcoholic Beverages-7224	651,704,184	370,505,573	281,198,611
GAFO	18,679,743,822	17,953,426,372	726,317,450
General Merchandise Stores-452	9,027,805,028	6,923,643,357	2,104,161,671
Clothing & Clothing Accessories Stores-448	3,631,204,759	4,598,535,783	-967,331,024
Furniture & Home Furnishings Stores-442	1,937,951,773	1,603,170,864	334,780,909
Electronics & Appliance Stores-443	1,786,667,126	1,984,441,493	-197,774,367
Sporting Gds, Hobby, Book, Music Stores-451	1,453,033,294	1,867,058,075	-414,024,782
Office Suppls, Stationery, Gift Stores-4532	843,081,842	976,576,800	-133,494,958



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